













*official copy*  
Vol. 1

INDEX

SECOND SESSION

THIRTY-SECOND PARLIAMENT

**LEGISLATIVE ASSEMBLY  
OF ONTARIO**

PUBLIC ACTS (CONTINUED)

**SECOND SESSION  
THIRTY-SECOND PARLIAMENT**

A

Agricultural Societies Amendment Act, 1982 . . . . .	163
Assessment Amendment Act, 1982 . . . . .	168
Assessment Appeals Procedure Statute Law Amendment Act, 1982 . . . . .	140

**BILLS**

**AS ENACTED**

Brantford-Brent Annexation Agreement Act, 1982 . . . . .	163
Business Corporations Act, 1982 . . . . .	168

**SESSION**

Certification of **MARCH 9th to JULY 7th, 1982**

Charities Amendment Act, 1982 . . . . .

and

Children's SEPTEMBER 21st to DECEMBER 21st, 1982

City of Toronto . . . . .

and

City of Toronto JANUARY 17th to FEBRUARY 23rd, 1983

Act, 1982 . . . . .

Construction Lien Act, 1982 . . . . .

Corporations Information Act, 1982 . . . . .

Corporations Tax Amendment Act, 1982 . . . . .

County of Haliburton . . . . .

County of Oxford Amendment Act, 1982 . . . . .

Crown Trust Company Act, 1982 . . . . .

Development Corporations Amendment Act, 1982 . . . . .

District Municipality of Muskoka . . . . .

Amendment Act, 1982 . . . . .





District of Parry Sound Local Government Amendment Act, 1982 . . . . .	92
---	----

## E

Education Amendment Act, 1982 . . . . .	46
---	----

## F

Farm Products Containers Act, 1982. . . . .	171
Fuel Tax Amendment Act, 1982. . . . .	8
Fuel Tax Amendment Act, 1983. . . . .	203

## H

Health Protection and Promotion Act, 1983. . . . .	138
Highway Traffic Amendment Act, 1982 . . . . .	26
Highway Traffic Amendment Act, 1982 . . . . .	84
Horticultural Societies Amendment Act, 1982. . . . .	164

## I

Immunization of School Pupils Act, 1982 . . . . .	142
Inflation Restraint Act, 1982 . . . . .	179

## J

Judicature Amendment Act, 1983 . . . . .	183
--	-----

## L

Land Titles Amendment Act, 1982. . . . .	132
Law Society Amendment Act, 1982 . . . . .	199
Legislative Assembly Amendment Act, 1982 . . . . .	168
Loan and Trust Corporations Amendment Act, 1982 . . .	212

## M

McMichael Canadian Collection Amendment Act, 1982 . . . . .	175
Mechanics Lien (See Construction Lien)	
Ministry of Agriculture and Food Amendment Act, 1982 . . . . .	172
Ministry of Citizenship and Culture Act, 1982. . . . .	36
Ministry of Industry and Trade Act, 1982 . . . . .	38
Ministry of Tourism and Recreation Act, 1982 . . . . .	41
Mortmain and Charitable Uses Repeal Act, 1982 . . . . .	4
Motor Vehicle Accident Claims Amendment Act, 1983 . . . . .	177
Motorized Snow Vehicles Amendment Act, 1982 . . . . .	27
Municipal Amendment Act, 1982 . . . . .	12
Municipal Amendment Act, 1982 . . . . .	150
Municipal Boundary Negotiations Amendment Act, 1982 . . . . .	62
Municipal Conflict of Interest Act, 1983 . . . . .	14
Municipal Elections Amendment Act, 1982 . . . . .	10
Municipal Elections Amendment Act, 1982 . . . . .	119
Municipal Interest and Discount Rates Act, 1982 . . . . .	91
Municipality of Metropolitan Toronto Amendment Act, 1982 . . . . .	29
Municipality of Metropolitan Toronto Amendment Act, 1983 . . . . .	127
Municipality of Metropolitan Toronto Amendment Act, 1983 . . . . .	195

## O

Ontario Loan Act, 1982 . . . . .	111
Ontario Unconditional Grants Amendment Act, 1982 . . .	28
Operating Engineers Amendment Act, 1982 . . . . .	143

## P

Pension Benefits Amendment Act, 1983 . . . . .	178
Planning Act, 1983 . . . . .	159
Planning Statute Law Amendment Act, 1983 . . . . .	194
Power Corporation Amendment Act, 1983 . . . . .	197
Provincial Court (Civil Division) Project Amendment Act, 1982 . . . . .	196

Provincial Courts Amendment Act, 1982 . . . . .	144
Provincial Land Tax Amendment Act, 1982 . . . . .	113
Public Utilities Amendment Act, 1982 . . . . .	93

## R

### Reciprocal Enforcement of Maintenance Orders

Act, 1982 . . . . .	1
Regional Municipalities Amendment Act, 1982 . . . . .	15
Regional Municipalities Amendment Act, 1982 . . . . .	149
Regional Municipality of Hamilton-Wentworth Amendment Act, 1983 . . . . .	192
Regional Municipality of Waterloo Amendment Act, 1983 . . . . .	193
Registry Amendment Act, 1982 . . . . .	131
Residential Complexes Financing Costs Restraint Act, 1982 . . . . .	198
Retail Sales Tax Amendment Act, 1982 . . . . .	115
Rideau Centre Mortgage Financing Act, 1982 . . . . .	105

## S

Supply Act, 1983 . . . . .	220
Surrogate Courts Amendment Act, 1982 . . . . .	2

## T

Technology Centres Act, 1982 . . . . .	124
Tobacco Tax Amendment Act, 1982 . . . . .	112
Toronto Stock Exchange Act, 1982 . . . . .	21

## U

Unified Family Court Amendment Act, 1982 . . . . .	135
--	-----

## W

Workmen's Compensation Amendment Act, 1982 . . . . .	205
--	-----

## PRIVATE BILLS

373800 Ontario Limited Act, 1982 . . . . . Pr11

### B

Barrie Act, 1982, City of . . . . . Pr12  
Beth Sholom Synagogue Act, 1983 . . . . . Pr51  
Brantford Act, 1982, City of . . . . . Pr16  
Burlington Act, 1982, City of . . . . . Pr43

### C

Calabogie Asbestos Mining Company Limited Act, 1982 . Pr19  
Ceephil Investments Ltd. Act, 1982 . . . . . Pr40  
Certified General Accountants Association  
of Ontario Act, 1983 . . . . . Pr50  
Chatham Act, 1982, City of . . . . . Pr28  
Co-Operators Insurance Association Act, 1982 . . . . . Pr26

### G

Glanworth Investments Limited Act, 1983 . . . . . Pr48

### H

Hamilton Act, 1982, City of . . . . . Pr5  
Hamilton Act, 1982, City of . . . . . Pr22  
Hamilton Act, 1982, City of . . . . . Pr29

### J

Japanese Canadian Cultural Centre  
of Toronto Act, 1982 . . . . . Pr18  
John F. McLennan (Bloor) Limited Act, 1982 . . . . . Pr15

**K**

Kitchener Act, 1983, City of . . . . . Pr33

**L**

London Act, 1982, City of . . . . . Pr1  
London Act, 1982, City of . . . . . Pr21

**M**

McLennan - (See John F.)  
Mississauga Act, 1982, City of . . . . . Pr7  
Moonbeam Act, 1982, Township of. . . . . Pr32

**O**

Ontario Bible College and Ontario Theological  
Seminary Act, 1982 . . . . . Pr45  
Orillia Act, 1982, City of . . . . . Pr46  
Ottawa Act, 1982, City of . . . . . Pr24  
Ottawa Act, 1983, City of . . . . . Pr27

**P**

Peer and Smith Limited Act, 1982. . . . . Pr23  
Pembroke Act, 1983, City of . . . . . Pr42

**S**

St. Catharines Act, 1982, City of . . . . . Pr30  
Sarnia Foundation Act, 1982, City of . . . . . Pr35  
Strathroy Act, 1982, Town of . . . . . Pr38

**T**

Thunder Bay Act, 1982, City of . . . . . Pr31  
Tiny Act, 1982, Township of . . . . . Pr41

Toronto Act, 1982, City of . . . . .	Pr3
Toronto Baptist Seminary Act, 1982 . . . . .	Pr44

## U

Ukrainian Cultural Centre Act, 1982 . . . . .	Pr47
University of Western Ontario Act, 1982 . . . . .	Pr14

## W

Windsor Act, 1982, City of . . . . .	Pr6
Windsor Act, 1982, City of . . . . .	Pr39







BILL 1

*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to revise the  
Reciprocal Enforcement of Maintenance Orders Act

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THE HON. R. MCMURTRY  
Attorney General

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TORONTO

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**BILL 1****1982**

**An Act to revise the Reciprocal  
Enforcement of Maintenance Orders Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

- (a) “Attorney General” includes a person authorized by the Attorney General to act for him in the performance of a power or duty under this Act;
- (b) “certified copy” means, in relation to a document of a court, the original or a copy of the document certified by the original or facsimile signature of a proper officer of the court to be a true copy;
- (c) “claimant” means a person who has or is alleged to have a right to maintenance;
- (d) “confirmation order” means a confirmation order made under this Act or under the corresponding enactment of a reciprocating state;
- (e) “court” means an authority having jurisdiction to make an order;
- (f) “final order” means an order made in a proceeding of which the claimant and respondent had proper notice and in which they had an opportunity to be present or represented and includes,
  - (i) the maintenance provisions in a written agreement between a claimant and a respondent where those provisions are enforceable in the state in which the agreement was made as if contained in an order of a court of that state, and

- (ii) a confirmation order made in a reciprocating state;
- (g) "maintenance" includes support or alimony;
- (h) "order" means an order or determination of a court providing for the payment of money as maintenance by the respondent named in the order for the benefit of the claimant named in the order, or the maintenance provisions of an order or determination that includes other matters;
- (i) "provisional order" means an order of a court in Ontario that has no force or effect in Ontario until confirmed by a court in a reciprocating state or a corresponding order made in a reciprocating state for confirmation in Ontario;
- (j) "reciprocating state" means a state declared under section 19 to be a reciprocating state and includes a province or territory of Canada;
- (k) "registered order" means,
  - (i) a final order made in a reciprocating state and filed under this Act with a court in Ontario,
  - (ii) a final order deemed under subsection 2 (3) to be a registered order, or
  - (iii) a confirmation order that is filed under subsection 5 (8);
- (l) "registration court" means the court in Ontario,
  - (i) in which the registered order is filed under this Act, or
  - (ii) that deemed a final order to be a registered order under this Act;
- (m) "respondent" means a person in Ontario or in a reciprocating state who has or is alleged to have an obligation to pay maintenance for the benefit of a claimant, or against whom a proceeding under this Act, or a corresponding enactment of a reciprocating state, is commenced;
- (n) "state" includes a political subdivision of a state and an official agency of a state.

- 2.**—(1) Where the Attorney General receives a certified copy of a final order made in a reciprocating state with information that the respondent is in Ontario, the Attorney General shall designate a court in Ontario for the purposes of the registration and enforcement of the order and forward the order and supporting material to that court. Final orders of reciprocating state
- (2) On receipt of a final order transmitted to a court under subsection (1) or under a provision in a reciprocating state corresponding to clause 5 (8) (a), the proper officer of the court shall file the order with the court and give notice of the registration of the order to the respondent. Filing for registration
- (3) Where a final order is made in Ontario and the claimant subsequently leaves Ontario and is apparently resident in a reciprocating state, the court that made the order shall, on the written request of the claimant, the respondent or the Attorney General, deem the order to be a registered order. Claimant leaving Ontario after final order made in Ontario
- (4) A registered order varied in a manner consistent with this Act continues to be a registered order. Variation of registered order
- (5) A respondent may, within one month after receiving notice of the registration of a registered order, apply to the registration court to set the registration aside. Setting aside a registered order
- (6) On application under subsection (5), the registration court shall set aside the registration if it determines that the order was obtained by fraud or error or was not a final order. Grounds
- (7) An order determined not to be a final order and set aside under subsection (6) may be dealt with by the registration court under section 5 as a provisional order. Disposition
- (8) Where an order purporting to be a final order is made by a court in a reciprocating state and the order is not enforceable in Ontario under the conflict of laws rules of Ontario, the court in Ontario may, in its discretion, deem the order to be a provisional order and deal with it under section 5. Invalid final order treated as provisional
- 3.**—(1) On application by a claimant, a court may, without notice to and in the absence of a respondent, make a provisional order against the respondent. Making of provisional orders
- (2) An order under subsection (1) may only include the maintenance provisions the court could have included in a final order in a proceeding of which the respondent had notice in Ontario but in which he failed to appear. Maintenance provisions in provisional orders
- (3) Where a provisional order is made, a proper officer of the court shall send to the Attorney General for transmission to a reciprocating state. Transmission of provisional orders

- |  |   |
|--|---|
| <b>Further evidence</b>                                    | <p>(a) three certified copies of the provisional order;</p> <p>(b) a certified or sworn document setting out or summarizing the evidence given in the proceeding;</p> <p>(c) a copy of the enactments under which the respondent is alleged to have an obligation to maintain the claimant; and</p> <p>(d) a statement giving available information respecting identification, location, income and assets of the respondent.</p>   |
| <b>Evidence and recommendations</b>                        | <p>(4) Where, during a proceeding for a confirmation order, a court in a reciprocating state remits the matter back for further evidence to the court in Ontario that made the provisional order, the court in Ontario shall, after giving notice to the claimant, receive further evidence.</p>  |
| <b>New provisional orders</b>                              | <p>(5) Where evidence is received under subsection (4), a proper officer of the court shall forward to the court in the reciprocating state a certified or sworn document setting out or summarizing the evidence with such recommendations as the court in Ontario considers appropriate.</p>  |
| <b>Affirmation</b>   | <p>(6) Where a provisional order made under this section comes before a court in a reciprocating state and confirmation is denied in respect of one or more claimants, the court in Ontario that made the provisional order may, on application within six months from the denial of confirmation, reopen the matter and receive further evidence and make a new provisional order for a claimant in respect of whom confirmation was denied.</p>                           |
| <b>Relation in proceeding respecting provisional order</b> | <p><b>4.</b>—(1) Where the parentage of a child is in issue and has not previously been determined by a court of competent jurisdiction, the parentage may be determined as part of a maintenance proceeding under this Act.</p> <p>(2) If the respondent disputes parentage in the course of a proceeding to confirm a provisional order for maintenance, the matter of parentage may be determined even though the provisional order makes no reference to parentage.</p> |
| <b>Making of confirmation orders</b>                       | <p><b>5.</b>—(1) Where the Attorney General receives from a reciprocating state documents corresponding to those described in subsection 3 (3) with the information that the respondent is in Ontario, the Attorney General shall designate a court in Ontario for the purpose of proceedings under this section and forward the documents to that court.</p>   |

(2) On receipt of the documents referred to in subsection (1),<sup>Procedure</sup> the court shall serve or cause to be served upon the respondent a copy of the documents together with a notice of the confirmation hearing containing a notice to file a statement of financial affairs in the same manner as in a proceeding under the *Family Law Reform Act*, and shall proceed with the hearing taking into consideration the certified or sworn document setting out or summarizing the evidence given in the proceeding in the reciprocating state.

(3) Where the respondent apparently is outside the territorial jurisdiction of the court and will not return, a proper officer of the court, on receipt of documents under subsection (1), shall return the documents to the Attorney General with available information respecting the whereabouts and circumstances of the respondent.<sup>Report to Attorney General</sup>

(4) At the conclusion of a proceeding under this section, the court may make a confirmation order in the amount it considers appropriate or make an order refusing maintenance to any claimant.<sup>Orders of confirmation or refusal</sup>

(5) Where the court makes a confirmation order for periodic maintenance payments, the court may direct that the payments begin from a date not earlier than the date of the provisional order.<sup>Commencement of payments</sup>

(6) The court, before making a confirmation order in a reduced amount or before denying maintenance, shall decide whether to remit the matter back for further evidence to the court that made the provisional order.<sup>Further evidence</sup>

(7) Where a court remits a matter under subsection (6), it may make an interim order for maintenance against the respondent.<sup>Interim order</sup>

(8) At the conclusion of a proceeding under this section, the court, or a proper officer of the court, shall,<sup>Report and filing</sup>

(a) forward a certified copy of the order to the court that made the provisional order and to the Attorney General;

(b) file the confirmation order, where one is made; and

(c) where an order is made refusing or reducing maintenance, give written reasons to the court that made the provisional order and to the Attorney General.

**6.—(1)** Where the law of the reciprocating state is pleaded to establish the obligation of the respondent to maintain a claimant resident in that state, the court in Ontario shall take judicial notice of that law and apply it.<sup>Choice of law</sup>

Proof of  
foreign  
enactment

Adjournment

Application of  
local law

Statement of  
local law

Variation or  
rescission of  
registered  
orders

Restricted  
jurisdiction

Powers of  
provincially  
appointed  
judge

Acceptance of  
jurisdiction

(2) An enactment of a reciprocating state may be pleaded and proved for the purposes of this section by producing a copy of the enactment received from the reciprocating state.

(3) Where the law of the reciprocating state is not pleaded under subsection (1), the court in Ontario shall,

(a) make an interim order for maintenance against the respondent where appropriate;

(b) adjourn the proceeding for a period not exceeding ninety days; and

(c) request the Attorney General to notify the appropriate officer of the reciprocating state of the requirement to plead and prove the applicable law of that state if that law is to be applied.

(4) Where the law of the reciprocating state is not pleaded after an adjournment under subsection (3), the court shall apply the law of Ontario.

(5) Where the law of a reciprocating state requires the court in Ontario to provide the court in the reciprocating state with a statement of the grounds on which the making of the confirmation order might have been opposed if the respondent were served and had appeared at the hearing of the court in Ontario, the Attorney General shall be deemed to be the proper officer of the court for the purpose of making and providing the statement of the grounds.

**7.—(1)** The provisions of this Act respecting the procedure for making provisional orders and confirmation orders apply with necessary modifications to proceedings, except under subsection (5), for the variation or rescission of registered orders.

(2) This section does not,

(a) authorize a provincially appointed judge to vary or rescind a registered order made in Canada by a federally appointed judge; or

(b) allow a registered order originally made under a federal enactment to be varied or rescinded except as authorized by federal enactment.

(3) Notwithstanding subsection (2), a provincially appointed judge may make a provisional order to vary or rescind a registered order made in Canada under a provincial enactment by a federally appointed judge.

(4) Subject to subsections (2) and (3), a registration court has jurisdiction to vary or rescind a registered order where both claimant and respondent accept its jurisdiction.

(5) Where the respondent is ordinarily resident in Ontario, a registration court may, on application by the claimant, vary or rescind a registered order.

(6) A registration court may make a confirmation order for the variation or rescission of a registered order where,

(a) the respondent is ordinarily resident in Ontario;

(b) the claimant is ordinarily resident in a reciprocating state;

(c) a certified copy of a provisional order of variation or rescission made by a court in a reciprocating state is received by the registration court through the Attorney General; and

(d) the respondent is given notice of the proceeding and an opportunity to appear.

(7) A registration court may, on application by the respondent, make a provisional order varying or rescinding a registered order where,

(a) the respondent is ordinarily resident in Ontario; and

(b) the claimant is ordinarily resident in the reciprocating state in which the order was first made,

and section 3 applies with necessary modifications to the proceeding.

(8) A registration court may, on application by the respondent, vary or rescind a registered order where,

(a) the respondent is ordinarily resident in Ontario;

(b) the claimant is ordinarily resident in a reciprocating state other than the state in which the order was first made; and

(c) the registration court, in the course of the proceeding, remits the matter to the court nearest to the place where the claimant lives or works for the purpose of obtaining evidence on behalf of the claimant,

or where,

(d) the respondent is ordinarily resident in Ontario;

(e) the claimant is not ordinarily resident in a reciprocating state; and

(f) the claimant is given notice of the proceeding.

Variation and  
rescission  
where  
respondent  
resides in  
Ontario

Confirmation  
of provisional  
orders of  
variation and  
rescission

Application  
by respond-  
ent residing  
in Ontario

Idem

Application by claimant resident in Ontario

(9) Where a claimant ordinarily resident in Ontario applies for a variation or rescission of a final order and the respondent is apparently ordinarily resident in a reciprocating state, the court may make a provisional order of variation or rescission and section 3 applies with necessary modifications to the proceeding.

Effect of variation or rescission of orders of Ontario by courts in reciprocating states

**8.** Where an order originally made in Ontario is varied or rescinded in a reciprocating state under the law in that state corresponding to section 7, the order shall be deemed to be so varied or rescinded in Ontario.

Enforcement

**9.—(1)** The registration court has jurisdiction to enforce a registered order notwithstanding that the order,

- (a) was made in a proceeding in respect of which the registration court would have had no jurisdiction; or
- (b) is of a kind that the registration court has no jurisdiction to make.

Application of R.S.O. 1980, c. 152

(2) The provisions of the *Family Law Reform Act* for the enforcement of maintenance orders apply with necessary modifications to registered orders and interim orders made under this Act.

Effect of registered order

(3) A registered order has, from the date it is filed or deemed to be registered, the same effect as if it had been a final order originally made by the registration court and may, both with respect to arrears accrued before registration, and with respect to obligations accruing after registration, be enforced, varied or rescinded as provided in this Act.

Status of order

(4) A registered order may be registered with another court in Ontario and enforced as if it were an order of that court.

Service not necessary

(5) Where a proceeding is brought to enforce a registered order, it is not necessary to prove that the respondent was served with the order.

Recording variations

(6) Where a registered order is being enforced and the registration court finds that the order has been varied by a court subsequent to the date of registration, the registration court shall record the fact of the variation and enforce the order as varied.

Welfare agency as claimant

**10.** A proceeding under this Act may be brought by,

- (a) the Ministry of Community and Social Services in the name of the Minister; or
- (b) a municipal corporation, including a metropolitan, district or regional municipality, but not including an area municipality thereof,

as claimant if the Ministry or municipality is providing a benefit under the *Family Benefits Act* or assistance under the *General Welfare Assistance Act* in respect of the support of the dependent.

R.S.O. 1980,  
cc. 151, 188

**11.**—(1) The Attorney General shall, on request in writing by a claimant or an officer or court of a reciprocating state, take all reasonable measures to enforce an order made or registered under this Act.

Duties of the  
Attorney  
General

(2) On receipt of a document for transmission under this Act to a reciprocating state, the Attorney General shall transmit the document to the proper officer of the reciprocating state.

Transmission  
of documents

(3) The Attorney General may, in writing, authorize a person to perform or exercise a power or duty given to the Attorney General under this Act.

Delegation

**12.**—(1) Where a document in the nature of an order or a certified copy of the document is received by a court in Ontario through the Attorney General, the court in Ontario shall characterise the document as a provisional order or a final order, according to the tenor of the document, and proceed accordingly.

Documents  
from  
reciprocating  
states

(2) Where, in a proceeding under this Act, a document from a court in the reciprocating state contains terminology different from the terminology of this Act or customarily in use in the court in Ontario, the court in Ontario shall give a broad and liberal interpretation to the terminology so as to give effect to the document.

Terminology

**13.** For the purposes of this Act, it shall be presumed, unless the contrary is established, that procedures taken in a reciprocating state have been regular and complete and that the court making an order in a reciprocating state had jurisdiction to do so and that the jurisdiction is recognized under the conflict of laws rules of Ontario.

Presumption  
of regularity

**14.**—(1) Where confirmation of a provisional order or registration of a final order is sought and the documents received by a court refer to amounts of maintenance or arrears not expressed in Canadian currency, a proper officer of the court shall first obtain from a bank a quotation for the equivalent amounts in Canadian currency at a rate of exchange applicable on the day the order was made or last varied.

Conversion to  
Canadian  
currency

(2) The amounts in Canadian currency certified on the order by the proper officer of the court under subsection (1) shall be deemed to be the amounts of the order.

Certification

Translation	(3) Where an order or other document received by a court is not in English or French, the order or other document shall have attached to it from the other jurisdiction a translation in English or French approved by the court and the order or other document shall be deemed to be in English or French for the purposes of this Act.
Appeals	<b>15.</b> —(1) Subject to subsections (2) and (3), a claimant, respondent or the Attorney General may appeal any ruling, decision or order of a court in Ontario under this Act and the <i>Family Law Reform Act</i> applies with necessary modifications to the appeal.
R.S.O. 1980, c. 152	
Time for appeal by appellant	(2) A person resident in the reciprocating state and entitled to appear in the court in the reciprocating state in the proceeding being appealed from, or the Attorney General on that person's behalf, may appeal within seventy-five days after the making of the ruling, decision or order of the court in Ontario appealed from.
Time for appeal by persons responding to appeal	(3) A person responding to an appeal under subsection (2) may appeal a ruling, decision or order in the same proceeding within fifteen days after receipt of notice of the appeal.
Order in force pending appeal	(4) An order under appeal remains in force pending the determination of the appeal, unless the court appealed to otherwise orders.
Evidentiary matters	<b>16.</b> —(1) In a proceeding under this Act, spouses are competent and compellable witnesses against each other.
Proof of documents	(2) In a proceeding under this Act, a document purporting to be signed by a judge, officer of a court or public officer in a reciprocating state shall, unless the contrary is proved, be proof of the appointment, signature and authority of the person who signed it.
Sworn documents and transcripts	(3) Statements in writing sworn by the maker, depositions or transcripts of evidence taken in a reciprocating state may be received in evidence by a court in Ontario under this Act.
Proof of default	(4) For the purposes of proving default or arrears under this Act, a court may receive in evidence a sworn document made by any person deposing to have knowledge of, or information and belief concerning, the fact.
Statement of payments	<b>17.</b> A registration court or a proper officer of it shall, on reasonable request of a claimant, respondent, the Attorney General, a proper officer of a reciprocating state or a court of the state, furnish a sworn itemized statement showing with respect to maintenance under an order,

- (a) all amounts that became due and owing by the respondent during the twenty-four months preceding the date of the statement; and
- (b) all payments made through the court by or on behalf of the respondent during that period.

**18.** Where a proper officer of a court in Ontario believes that a respondent under a registered order has ceased to reside in Ontario and is resident in or proceeding to another province or state, the officer shall inform the Attorney General and the court that made the order of any information he has respecting the whereabouts and circumstances of the respondent and, on request by the Attorney General, a proper officer of the court that made the order or the claimant, shall send to the court or person indicated in the request,

Transmission  
of documents  
by court  
where re-  
spondent  
leaves  
Ontario

- (a) three certified copies of the order as filed with the court in Ontario; and
- (b) a sworn certificate of arrears.

**19.** The Lieutenant Governor in Council may, where satisfied that laws are or will be in effect in a state for the reciprocal enforcement of orders made in Ontario on a basis substantially similar to this Act, by regulation, designate that state to be a reciprocating state.

**20.** This Act does not impair any other remedy available to a claimant or another person, Ontario, a province, a state or a political subdivision or official agency of Ontario, a province or a state.

**21.** This Act applies to orders, whether provisional, confirmation, final or registered, notwithstanding that they were made or registered before this Act comes into force.

Application  
to past orders

**22.** The *Reciprocal Enforcement of Maintenance Orders Act*, being chapter 433 of the Revised Statutes of Ontario, 1980, is repealed.

**23.** This Act comes into force on a day to be named by proclamation of the Lieutenant Governor.

Commencement

**24.** The short title of this Act is the *Reciprocal Enforcement of Maintenance Orders Act, 1982*.

Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 15 1982



CLERK  
LEGISLATIVE ASSEMBLY





An Act to revise the  
Reciprocal Enforcement of  
Maintenance Orders Act

---

*1st Reading*

March 9th, 1982

*2nd Reading*

June 11th, 1982

*3rd Reading*

June 15th, 1982

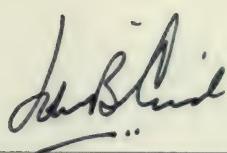
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THE HON. R. McMURTRY  
Attorney General

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BILL 2

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend the Surrogate Courts Act

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THE HON. R. MCMURTRY  
Attorney General

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



W. H. G.

1870  
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1872  
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1874

**BILL 2****1982****An Act to amend the Surrogate Courts Act**

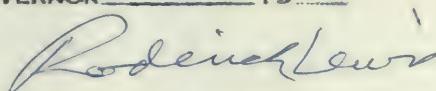
**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Section 11 of the *Surrogate Courts Act*, being chapter 491 of the Revised Statutes of Ontario, 1980, is amended by adding thereto s. 11.  
amended the following subsection:

(3) A judge appointed for the surrogate court of one or more Idem counties who is a judge of a county or district court, with the approval of the Chief Judge of the County and District Courts, may exercise the powers and perform the duties of a surrogate court judge under subsection (1), notwithstanding that he is not present in the county.

2. This Act comes into force on the day it receives Royal Assent. Commencement
3. The short title of this Act is the *Surrogate Courts Amendment Act, 1982*. Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 15 1982



CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the Surrogate Courts Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 11th, 1982

*3rd Reading*

June 15th, 1982

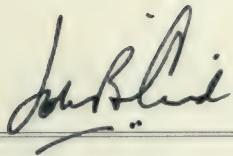
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THE HON. R. McMURTRY  
Attorney General

**BILL 3**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Charities Accounting Act**

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THE HON. R. MCMURTRY  
Attorney General

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**BILL 3****1982**

**An Act to amend the  
Charities Accounting Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.** The *Charities Accounting Act*, being chapter 65 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following sections:

**6a.** In sections 6b, 6c and 6d,

Interpre-  
tation

(a) “charitable purpose” means,

- (i) the relief of poverty,
- (ii) education,
- (iii) the advancement of religion, and
- (iv) any purpose beneficial to the community, not falling under subclause (i), (ii) or (iii);

(b) “land” includes an interest in land.

**6b.—(1)** A person who holds land for a charitable purpose shall hold the land only for the purpose of actual use or occupation of the land for the charitable purpose.

Actual use  
or occupation  
of land for  
charitable  
purpose

**(2)** Where in the opinion of the Public Trustee, land held for a charitable purpose,

Vesting in  
Public  
Trustee

(a) has not been actually used or occupied for the charitable purpose for a period of three years;

(b) is not required for actual use or occupation for the charitable purpose; and

- (c) will not be required for actual use or occupation for the charitable purpose in the immediate future,

the Public Trustee may vest the land in the Public Trustee by registering a notice in the land registry office to that effect and stating that he intends to sell the land, and shall, where practicable, deliver a copy of the notice to the person who held the land for the charitable purpose.

Sale by  
Public  
Trustee

- (3) Where land vests in the Public Trustee under subsection (2), the Public Trustee shall cause the land to be sold with all reasonable speed and shall apply the proceeds of sale, less his reasonable expenses in respect of the sale, to the charitable purpose.

Computation  
of time

- (4) Where land has been granted or devised in reversion or remainder for a charitable purpose, the three year period referred to in clause (2) (a) shall be calculated from the date on which the interest of the person to whom the land had been so devised or granted becomes an interest in possession.

Order to  
revest and  
sanctioning  
retention  
for period

- (5) If, upon application to the Supreme Court by any person having an interest, the court is satisfied that the land,

- (a) has been actually used or occupied for the charitable purpose within the preceding three years;
- (b) is required for actual use or occupation for the charitable purpose; or
- (c) will be required for actual use or occupation for the charitable purpose in the immediate future,

the court may make an order revesting in a charity land that has vested in the Public Trustee under subsection (2) and sanctioning retention of the land by the charity for a period that is specified in the order.

Renewal  
of period

- (6) Where in an application under subsection (5), the court finds that land is not required for actual use or occupation for the charitable purpose but will be required for actual use or occupation in the immediate future, the period specified in the order under subsection (5) shall not exceed three years, but on application by any person having an interest, the court may make an order extending the period for a further period not exceeding three years.

Effect of  
sanction of  
retention

- (7) The Public Trustee shall not cause the land to vest in him under subsection (1) during any period for which the retention is sanctioned by an order under subsection (5) or (6).

6c.—(1) Subject to section 6b, a municipal corporation or local board thereof, a university or a public hospital may receive, hold and enjoy real or personal property devised, bequeathed or granted to it for a charitable purpose, upon the terms expressed in the devise, bequest or grant.

Authority  
for certain  
public bodies  
to receive  
property for  
charitable  
purposes

(2) A municipal corporation or local board thereof, university <sup>Agreement</sup>  
or public hospital holding property under subsection (1) may enter <sup>re</sup>  
into an agreement with the person devising, bequeathing or <sup>administration</sup>  
granting the property for the holding, management, administration  
or disposition of the property.

(3) This section applies notwithstanding that the devise, <sup>Application</sup>  
bequest or grant was made before it was authorized by this section.

6d.—(1) Where any two or more persons allege a breach of a trust created for a charitable purpose or seek the direction of the court for the administration of a trust for a charitable purpose, they may apply to the Supreme Court and the court may hear the application and make such order as it considers just for the carrying out of the trust under the law.

Application  
for order  
re carrying  
out trust

(2) An application under subsection (1) shall be upon notice to <sup>Notice to</sup>  
the Public Trustee who may appear and be represented by counsel <sup>Public</sup>  
at the hearing. <sup>Trustee</sup>

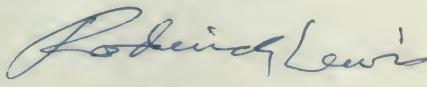
(3) Where the court is of the opinion that the public interest can be served by an investigation of the matter alleged in the application, the court may make an order directing the Public Trustee to make such investigation as the Public Trustee considers proper in the circumstances and report in writing thereon to the court and the Attorney General.

Investigation  
by Public  
Trustee

(4) In making an investigation directed under subsection (3), <sup>Powers of</sup>  
the Public Trustee has and may exercise any of the powers conferred on him by this Act and any of the powers of a commission under Part II of the *Public Inquiries Act*, which Part applies to the <sup>R.S.O. 1980,</sup>  
investigation as if it were an inquiry under that Act. <sup>c. 411</sup>

2. This Act comes into force on the day it receives Royal Assent. <sup>Commencement</sup>
3. The short title of this Act is the *Charities Accounting Amendment Act, 1982.* <sup>Short title</sup>

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 15, 1982

  
RODNEY LEWIS  
CLERK  
LEGISLATIVE ASSEMBLY





An Act to amend the  
Charities Accounting Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 11th, 1982

*3rd Reading*

June 15th, 1982

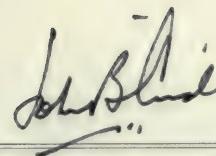
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THE HON. R. MCMURTRY  
Attorney General

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**BILL 4**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to repeal the  
Mortmain and Charitable Uses Act**

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**THE HON. R. MCMURTRY**  
Attorney General

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 4

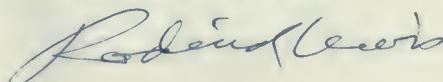
1982

**An Act to repeal the  
Mortmain and Charitable Uses Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.—(1) The *Mortmain and Charitable Uses Act*, being chapter 297 of Repeal the Revised Statutes of Ontario, 1980, is repealed.
- (2) Where land has vested in the Public Trustee under subsection 7 (2) or subsection 10 (2) of the said Act before this Act comes into force, the land shall be deemed never to have vested in the Public Trustee unless, Divesting of forfeitures not acted upon by Public Trustee
  - (a) the Public Trustee has conveyed the land to the trustees for the charity or any other person; or
  - (b) the Public Trustee has registered a notice vesting the land in him under section 6b of the *Charities Accounting Act*. R.S.O. 1980, c. 65
2. Section 4 of *An Act respecting Real Property*, being chapter 330 of the Revised Statutes of Ontario, 1897, and contained in Appendix A to the Revised Statutes of Ontario, 1980, is amended by striking out the first sentence thereof and by striking out “this and” in the sixth line. R.S.O. 1897, c. 330, s. 4, amended
3. This Act comes into force on the day it receives Royal Assent. Commencement
4. The short title of this Act is the *Mortmain and Charitable Uses Repeal Act, 1982*. Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 15 1982



CLERK  
LEGISLATIVE ASSEMBLY

An Act to repeal the  
Mortmain and Charitable Uses Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 11th, 1982

*3rd Reading*

June 15th, 1982

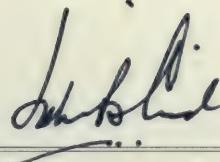
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THE HON. R. McMURTRY  
Attorney General

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**BILL 5**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Corporations Information Act**

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THE HON. R. G. ELGIE  
Minister of Consumer and Commercial Relations

---



**BILL 5****1982****An Act to amend the Corporations Information Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 2 (3) of the *Corporations Information Act*, being chapter s. 2 (3),  
96 of the Revised Statutes of Ontario, 1980, is amended by striking <sup>s. 2 (3),  
amended</sup> out "as the last word thereof" in the fifth line.
  
- 2.—(1) Subsection 3 (6) of the said Act is repealed. <sup>s. 3 (6),  
repealed</sup>
  
- (2) Subsection 3 (7) of the said Act is amended by striking out "all <sup>s. 3 (7),  
amended</sup> notices submitted" in the first and second lines and inserting in lieu thereof "the last notice filed".
  
3. This Act comes into force on the day it receives Royal Assent. <sup>Commencement</sup>
  
4. The short title of this Act is the *Corporations Information Amendment Act, 1982*. <sup>Short title</sup>

**ASSENTED TO BY LIEUTENANT-GOVERNOR**

JULY 7, 1982

CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the  
Corporations Information Act

*1<sup>st</sup> Reading*

March 11th, 1982

*2<sup>nd</sup> Reading*

June 28th, 1982

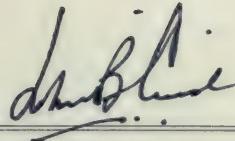
*3<sup>rd</sup> Reading*

June 29th, 1982

THE HON. R. G. ENGIE  
Minister of Consumer and  
Commercial Relations

**BILL 6**

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**2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982**

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**An Act to revise the Business Corporations Act**

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THE HON. R. G. ELGIE  
Minister of Consumer and Commercial Relations

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11.11.19

1. *Leucostethus* sp. n.

2. *Leucostethus* sp. n.

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8. *Leucostethus* sp. n.

9. *Leucostethus* sp. n.

10. *Leucostethus* sp. n.

11. *Leucostethus* sp. n.

12. *Leucostethus* sp. n.

13. *Leucostethus* sp. n.

**BILL 6** *to amend the Business Corporations Act* **1982****An Act to revise the  
Business Corporations Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**PART I****DEFINITIONS AND APPLICATION****1.—(1) In this Act,**Interpre-  
tation

1. “affairs” means the relationships among a corporation, its affiliates and the shareholders, directors and officers of such bodies corporate but does not include the business carried on by such bodies corporate;
2. “affiliate” means an affiliated body corporate within the meaning of subsection (4);
3. “articles” means the original or restated articles of incorporation, articles of amendment, articles of amalgamation, articles of arrangement, articles of continuance, articles of dissolution, articles of reorganization, articles of revival, letters patent, supplementary letters patent, a special Act and any other instrument by which a corporation is incorporated;
4. “associate”, where used to indicate a relationship with any person, means,
  - i. any body corporate of which the person beneficially owns, directly or indirectly, voting securities carrying more than 10 per cent of the voting rights attached to all voting securities of the body corporate for the time being outstanding,
  - ii. any partner of that person,

- iii. any trust or estate in which the person has a substantial beneficial interest or as to which the person serves as trustee or in a similar capacity;
  - iv. any relative of the person, including his spouse, where the relative has the same home as the person, or
  - v. any relative of the spouse of the person where the relative has the same home as the person;
5. "auditor" includes a partnership of auditors;
  6. "beneficial interest" or "beneficial ownership" includes ownership through a trustee, legal representative, agent or other intermediary;
  7. "body corporate" means any body corporate with or without share capital and whether or not it is a corporation to which this Act applies;
  8. "certified copy" means,
    - i. in relation to a document of a corporation, a copy of the document certified to be a true copy by an officer thereof,
    - ii. in relation to a document issued by a court, a copy of the document certified to be a true copy under the seal of the court and signed by the registrar or clerk thereof,
    - iii. in relation to a document in the custody of the Director, a copy of the document certified to be a true copy by the Director and signed by the Director or by such officer of the Ministry as is designated by the regulations;
  9. "Commission" means the Ontario Securities Commission;
  10. "corporation" means a body corporate with share capital to which this Act applies;
  11. "corporation number" means the number assigned by the Director to a corporation in accordance with subsection 8 (1) and "number" in relation to a corporation means the corporation number of that corporation;
  12. "court" means the High Court of Justice;

13. "day" means a clear day and a period of days shall be deemed to commence the day following the event that began the period and shall be deemed to terminate at midnight of the last day of the period except that if the last day of the period falls on a Sunday or holiday the period shall terminate at midnight of the day next following that is not a Sunday or holiday;
14. "debt obligation" means a bond, debenture, note or other similar obligation or guarantee of such an obligation of a body corporate, whether secured or unsecured;
15. "Director" means the Director appointed under section 276;
16. "director" means a person occupying the position of director of a corporation by whatever name called and "directors" and "board of directors" include a single director;
17. "endorse" includes imprinting a stamp on the face of articles or other document sent to the Director;
18. "financial statement" means a financial statement referred to in section 153;
19. "incorporator" means a person who signs articles of incorporation;
20. "individual" means a natural person, but does not include a partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, or a natural person in his capacity as trustee, executor, administrator or other legal representative;
21. "interim financial statement" means a financial statement referred to in section 159;
22. "liability" includes a debt of a corporation arising under section 36, subsection 184 (27) or clause 247 (3) (f) or (g);
23. "Minister" means the Minister of Consumer and Commercial Relations or such other member of the Executive Council to whom the administration of this Act may be assigned;
24. "Ministry" means the Ministry of the Minister;
25. "non-resident corporation" means a corporation incorporated in Canada before the 27th day of April, 1965, and that is not deemed to be resident in Canada for the

purposes of the *Income Tax Act* (Canada) by subsection 250 (4) of that Act;

26. “number name” means the name of a corporation that consists only of its corporation number followed by the word “Ontario” and one of the words or abbreviations provided for in subsection 10 (1);
27. “offering corporation” means a corporation that is offering its securities to the public within the meaning of subsection (6) and that is not the subject of an order of the Commission deeming it to have ceased to be offering its securities to the public;
28. “officer” means an officer designated under section 133 and includes the chairman of the board of directors, a vice-chairman of the board of directors, the president, a vice-president, the secretary, an assistant secretary, the treasurer, an assistant treasurer and the general manager of a corporation, and any other individual designated an officer of a corporation by by-law or by resolution of the directors or any other individual who performs functions for a corporation similar to those normally performed by an individual occupying any such office;
29. “ordinary resolution” means a resolution that is submitted to a meeting of the shareholders of a corporation and passed, with or without amendment, at the meeting by at least a majority of the votes cast;
30. “person” includes an individual, sole proprietorship, partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, body corporate, and a natural person in his capacity as trustee, executor, administrator, or other legal representative;
31. “personal representative”, where used with reference to holding shares in that capacity, means an executor, administrator, guardian, tutor, trustee, receiver or liquidator or the committee of or curator to a mentally incompetent person;
32. “prescribed” means prescribed by the regulations;
33. “redeemable share” means a share issued by a corporation,
  - i. that the corporation may purchase or redeem upon the demand of the corporation, or

- ii. that the corporation is required by its articles to purchase or redeem at a specified time or otherwise upon the demand of a shareholder;
34. "registered office" means the office of a corporation located at the address specified in its articles or in the notice most recently filed by the corporation under subsection 14 (3);
35. "regulations" means the regulations made under this Act;
36. "related person", where used to indicate a relationship with any person, means,
- i. any spouse, son or daughter of that person,
  - ii. any relative of the person or of his spouse, other than a relative referred to in subparagraph i, who has the same home as the person, or
  - iii. any body corporate of which the person and any of the persons referred to in subparagraph i or ii or the partner or employer of the person, either alone or in combination, beneficially owns, directly or indirectly, voting securities carrying more than 50 per cent of the voting rights attached to all voting securities of the body corporate for the time being outstanding;
37. "resident Canadian" means an individual who is,
- i. a Canadian citizen ordinarily resident in Canada,
  - ii. a Canadian citizen not ordinarily resident in Canada who is a member of a prescribed class of persons, or
  - iii. a permanent resident within the meaning of the *Immigration Act, 1976* (Canada) and ordinarily resident in Canada, except a permanent resident who has been ordinarily resident in Canada for more than one year after the time at which he first became eligible to apply for Canadian citizenship;
38. "security" means a share of any class or series of shares or a debt obligation of a body corporate and includes a certificate evidencing such a share or debt obligation;

1976-77.  
c. 52 (Can.)

39. "security interest" means an interest in or charge upon the property of a body corporate by way of mortgage, hypothec, pledge or otherwise, to secure payment of a debt or performance of any other obligation of the body corporate;
40. "send" includes deliver or mail;
41. "senior officer" means,
  - i. the chairman of the board of directors, a vice-chairman of the board of directors, the president, a vice-president, the secretary, the treasurer or the general manager of a corporation or any other individual who performs functions for a corporation similar to those normally performed by an individual occupying any such office, and
  - ii. each of the five highest paid employees of a corporation, including any individual referred to in subparagraph i;
42. "series", in relation to shares, means a division of a class of shares;
43. "special resolution" means a resolution that is,
  - i. submitted to a special meeting of the shareholders of a corporation duly called for the purpose of considering the resolution and passed, with or without amendment, at the meeting by at least two-thirds of the votes cast, or
  - ii. consented to in writing by each shareholder of the corporation entitled to vote at such a meeting or his attorney authorized in writing;
44. "unanimous shareholder agreement" means an agreement described in subsection 108 (2) or a declaration of a shareholder described in subsection 108 (3);
45. "voting security" means any security other than a debt obligation of a body corporate carrying a voting right either under all circumstances or under some circumstances that have occurred and are continuing;

46. "warrant" means any certificate or other document issued by a corporation as evidence of conversion privileges or options or rights to acquire securities of the corporation. R.S.O. 1980, c. 54, s. 1 (1).

(2) For the purposes of this Act, a body corporate shall be deemed to be a subsidiary of another body corporate if, but only if,

Interpretation:  
subsidiary  
body  
corporate

(a) it is controlled by,

(i) that other, or

(ii) that other and one or more bodies corporate each of which is controlled by that other, or

(iii) two or more bodies corporate each of which is controlled by that other; or

(b) it is a subsidiary of a body corporate that is that other's subsidiary.

(3) For the purposes of this Act, a body corporate shall be deemed to be another's holding body corporate if, but only if, that other is its subsidiary.

Holding  
body  
corporate

(4) For the purposes of this Act, one body corporate shall be deemed to be affiliated with another body corporate if, but only if, one of them is the subsidiary of the other or both are subsidiaries of the same body corporate or each of them is controlled by the same person. R.S.O. 1980, c. 54, s. 1 (2-4).

Affiliated  
body  
corporate

(5) For the purposes of this Act, a body corporate shall be deemed to be controlled by another person or by two or more bodies corporate if, but only if,

(a) voting securities of the first-mentioned body corporate carrying more than 50 per cent of the votes for the election of directors are held, other than by way of security only, by or for the benefit of such other person or by or for the benefit of such other bodies corporate; and

(b) the votes carried by such securities are sufficient, if exercised, to elect a majority of the board of directors of the first-mentioned body corporate. R.S.O. 1980, c. 54, s. 1 (5), *amended*.

(6) For the purposes of this Act, a corporation is offering its securities to the public only where,

Offering  
securities  
to public

- (a) in respect of any of its securities a prospectus, statement of material facts or securities exchange take-over bid or issuer bid circular has been filed under the *Securities Act* or any predecessor thereof, or in respect of which a prospectus has been filed under *The Corporations Information Act*, being chapter 72 of the Revised Statutes of Ontario, 1960, or any predecessor thereof, so long as any of such securities are outstanding or any securities into which such securities are converted are outstanding; or
- (b) any of its securities have been at any time since the 1st day of May, 1967, listed and posted for trading on any stock exchange in Ontario recognized by the Commission regardless of when such listing and posting for trading commenced,

except that where, upon the application of a corporation that has fewer than fifteen security holders, the Commission is satisfied, in its discretion, that to do so would not be prejudicial to the public interest, the Commission may order, subject to such terms and conditions as the Commission may impose, that the corporation shall be deemed to have ceased to be offering its securities to the public. R.S.O. 1980, c. 54, s. 1 (8).

Execution of documents

(7) Any articles, notice, resolution, requisition, statement or other document required or permitted to be executed by more than one person for the purposes of this Act may be executed in several documents of like form each of which is executed by one or more of such persons, and such documents, when duly executed by all persons required or permitted, as the case may be, to do so, shall be deemed to constitute one document for the purposes of this Act. *New.*

Application

**2.**—(1) This Act, except where it is otherwise expressly provided, applies,

- (a) to every corporation incorporated by or under a general or special Act of the Parliament of the former Province of Upper Canada;
- (b) to every corporation incorporated by or under a general or special Act of the Parliament of the former Province of Canada that has its registered office and carries on business in Ontario; and
- (c) to every corporation incorporated by or under a general or special Act of the Legislature,

but this Act does not apply to a corporation within the meaning of the *Loan and Trust Corporations Act* except as provided by R.S.O. 1980, c. 249 that Act. R.S.O. 1980, c. 54, s. 2 (1), amended.

(2) Notwithstanding *The Railways Act*, being chapter 331 of Idem the Revised Statutes of Ontario, 1950, and subject to subsection 167 (5), this Act applies to a corporation that is a company as defined in that Act but that is not engaged in constructing or operating a railway, street railway or incline railway. *New.*

(3) This Act does not apply to a corporation that, Idem

(a) is a company within the meaning of the *Corporations Act* and has objects in whole or in part of a social nature; R.S.O. 1980, c. 95

(b) is a corporation to which the *Co-operative Corporations Act* applies; R.S.O. 1980, c. 91

(c) is a corporation that is an insurer within the meaning of subsection 141 (1) of the *Corporations Act*;

(d) is a corporation to which the *Credit Unions and Caisses Populaires Act* applies. R.S.O. 1980, c. 54, s. 2 (2), R.S.O. 1980, c. 102 amended.

## PART II

### INCORPORATION

**3.—(1)** Where the practice of a profession is governed by an Professions Act, a corporation may practise the profession only if that Act expressly permits the practice of the profession by a corporation and subject to the provisions of such Act. R.S.O. 1980, c. 54, s. 3 (3), amended.

(2) A corporation may be incorporated under this Act with its Incor- powers restricted by its articles to lending and investing money poration on mortgage of real estate or otherwise, or with its powers restricted by its articles to accepting and executing the office of liquidator, receiver, assignee, trustee in bankruptcy or trustee for the benefit of creditors and to accepting the duty of and acting generally in the winding up of corporations, partnerships and estates, other than estates of deceased persons, and shall not by reason thereof be deemed to be a corporation within the meaning of the *Loan and Trust Corporations Act*, but the number of its shareholders, exclusive of persons who are in the employment of the corporation, shall be limited by its articles to five, and no such corporation shall issue debt obligations except to its shareholders, or borrow money on the security of its property except

from its shareholders, or receive money on deposit or offer its securities to the public. R.S.O. 1980, c. 54, s. 3 (2), *amended*.

Articles of incorporation

**4.**—(1) One or more individuals or bodies corporate or any combination thereof may incorporate a corporation by signing articles of incorporation and complying with section 6.

Idem

(2) Subsection (1) does not apply to an individual who,

- (a) is less than eighteen years of age;
- (b) is of unsound mind and has been so found by a court in Canada or elsewhere; or
- (c) has the status of bankrupt. R.S.O. 1980, c. 54, s. 4 (1), *amended*.

Contents of articles

**5.**—(1) Articles of incorporation shall follow the prescribed form and shall set out, in respect of the proposed corporation,

- (a) the name of the corporation;
- (b) the municipality or geographic township within Ontario and the address including street name and number, if any, where the registered office is to be located;
- (c) the classes and any maximum number of shares that the corporation is authorized to issue, and
  - (i) if there are to be two or more classes of shares, the rights, privileges, restrictions and conditions attaching to each class of shares, and
  - (ii) if a class of shares may be issued in series, the authority given to the directors to fix the number of shares in, and to determine the designation of, and the rights, privileges, restrictions and conditions attaching to the shares of, each series;
- (d) if the issue, transfer or ownership of shares of the corporation is to be restricted, a statement to that effect and a statement as to the nature of the restriction;
- (e) the number of directors or, subject to section 120, the minimum and maximum number of directors, and, for each director,
  - (i) the surname of the director,
  - (ii) the first or other given name by which the director is commonly known,

- (iii) the first letters of the other given names, if any, of the director,
- (iv) the address, including the street name and number, if any, of the director's residence, and
- (v) whether the director is a resident Canadian;
- (f) any restrictions on the business that the corporation may carry on or on the powers that the corporation may exercise;
- (g) for each incorporator who is an individual,
  - (i) the surname of the individual,
  - (ii) the first or other given name by which the individual is commonly known,
  - (iii) the first letters of the other given names, if any, of the individual, and
  - (iv) the address including the street name and number, if any, of the individual's residence,
- and for each incorporator that is a body corporate,
  - (v) the corporate name, and
  - (vi) the location of its registered office or principal place of business, including the street name and number, if any; and
- (h) any other matter required by this Act or the regulations to be set out in the articles. R.S.O. 1980, c. 54, s. 4 (2), *amended.*

(2) If the articles name as first director an individual who is not an incorporator, his consent, in prescribed form, to act as a first director shall accompany the articles. Where consent required

(3) The articles may set out any provisions permitted by this Act or permitted by law to be set out in the by-laws of the corporation. Provisions in articles

(4) Subject to subsection (5), if a greater number of votes of directors or shareholders are required by the articles or a unanimous shareholder agreement than are required by this Act to effect any action, the provisions of the articles or of the unanimous shareholder agreement prevail. Where articles, etc., prevail

- |                              |  |
|------------------------------|--|
| Votes to remove director     | (5) The articles shall not require a greater number of votes of shareholders to remove a director than the number specified in section 122. <i>New.</i>  |
| Certificate of incorporation | <b>6.</b> An incorporator shall send to the Director articles of incorporation and, upon receipt of the articles, the Director shall endorse thereon, in accordance with section 272, a certificate which shall constitute the certificate of incorporation. R.S.O. 1980, c. 54, s. 5 (2), <i>amended.</i>   |
| Certificate of incorporation | <b>7.</b> A certificate of incorporation is conclusive proof that the corporation has been incorporated under this Act on the date set out in the certificate, except in a proceeding under section 239 to cancel the certificate for cause. R.S.O. 1980, c. 54, s. 5 (3).   |
| Assignment of number         | <b>8.—(1)</b> Every corporation shall be assigned a number by the Director and such number shall be specified as the corporation number in the certificate of incorporation and in any other certificate relating to the corporation endorsed or issued by the Director.   |
| Idem                         | (2) Where no name is specified in the articles that are delivered to the Director, the corporation shall be assigned a number name.  |
| Idem                         | (3) Where, through inadvertence or otherwise, the Director has assigned to a corporation a corporation number or number name that is the same as the number or name of any other corporation previously assigned, the Director may, without holding a hearing, issue a certificate of amendment to the articles of the corporation changing the number or name assigned to the corporation and, upon the issuance of the certificate of amendment, the articles are amended accordingly. |
| Idem                         | (4) Where for any reason the Director has endorsed a certificate on articles that sets out the corporation number incorrectly, the Director may substitute a corrected certificate that bears the date of the certificate it replaces.   |
| Idem                         | (5) The file number that has been assigned to each corporation by the Minister prior to this section coming into force shall be deemed to be that corporation's number. R.S.O. 1980, c. 54, s. 6, <i>amended.</i>  |
| Name prohibition             | <b>9.—(1)</b> Subject to subsection (2), a corporation shall not have a name,  |
|                              | (a) that contains a word or expression prohibited by the regulations;  |

(b) that is the same as or, except where a number name is proposed, similar to,

- (i) the name of a known,
  - (A) body corporate,
  - (B) trust,
  - (C) association,
  - (D) partnership,
  - (E) sole proprietorship, or
  - (F) individual,

whether in existence or not, or

- (ii) the known name under which any body corporate, trust, association, partnership, sole proprietorship, or individual, carries on business or identifies itself,

if the use of that name would be likely to deceive; or

(c) that does not meet the requirements prescribed by the regulations.

(2) A corporation may have a name described in clause (1) (b) upon complying with conditions prescribed by the regulations. Exception to  
subs. (1)

(3) There shall be filed with the Director such documents relating to the name of the corporation as may be prescribed by the regulations. R.S.O. 1980, c. 54, s. 6, *amended*. Documents  
filed

**10.**—(1) The word “Limited”, “Limitée”, “Incorporated”, “Incorporée”, or “Corporation” or the corresponding abbreviations “Ltd.”, “Ltée”, “Inc.” or “Corp.” shall be part, in addition to any use in a figurative or descriptive sense, of the name of every corporation, but a corporation may be legally designated by either the full or the abbreviated form. Use of  
“Limited”,  
“Limitée”, etc.

(2) Subject to the provisions of this Act and the regulations, a corporation may set out its name in its articles in an English form, a French form, an English form and a French form or a combined English and French form and it may be legally designated by any such name. Corporate  
name

(3) For the purposes of subsections (1) and (2), only letters from the alphabet of the English language or Arabic numerals or Idem

a combination thereof, together with such punctuation marks and other marks as are permitted by regulation, may form part of the name of a corporation.

**Idem** (4) Subject to the provisions of this Act and the regulations, a corporation may have in its articles a special provision permitting it to set out its name in any language and the corporation may be legally designated by that name.

**Idem** (5) Notwithstanding subsection (4), a corporation shall set out its name in legible characters in all contracts, invoices, negotiable instruments and orders for goods or services issued or made by or on behalf of the corporation and in all documents sent to the Director under this Act. R.S.O. 1980, c. 54, s. 8, *amended*.

**Unauthorized use of "Limited". etc.** **11.**—(1) No person, while not incorporated, shall trade or carry on a business or undertaking under a name in which "Limited", "Incorporated" or "Corporation" or any abbreviation thereof, or any version thereof in another language, is used.

**Idem** (2) Where a corporation carries on business or identifies itself to the public by a name or style other than as provided in the articles, that name or style shall not include the word "Limited", "Incorporated", or "Corporation" or any abbreviation thereof or any version thereof in another language. R.S.O. 1980, c. 54, s. 10, *amended*.

**Change of name if objectionable** **12.**—(1) If a corporation, through inadvertence or otherwise, has acquired a name contrary to section 9, the Director may, after giving the corporation an opportunity to be heard, issue a certificate of amendment to the articles changing the name of the corporation to a name specified in the certificate and, upon the issuance of the certificate of amendment, the articles are amended accordingly.

**Failure to perform undertaking** (2) Where an undertaking to dissolve or change its name is given by a corporation and the undertaking is not carried out within the time specified, the Director may, after giving the corporation an opportunity to be heard, issue a certificate of amendment to the articles changing the name of the corporation to a name specified in the certificate and, upon the issuance of a certificate of amendment, the articles are amended accordingly.

**Idem** (3) Where an undertaking to dissolve or change its name is given by a person who is not a corporation and the undertaking is not carried out within the time specified, the Director may, after giving the corporation that acquired the name by virtue of such undertaking an opportunity to be heard, issue a certificate of amendment to the articles changing the name of the corporation to a name specified in the certificate and, upon the issuance of the

certificate, the articles are amended accordingly. R.S.O. 1980, c. 54, s. 11, *amended*.

**13.** A corporation may, but need not, have a corporate seal. R.S.O. 1980, c. 54, s. 12 (1), *amended*. Corporate seal

**14.—(1)** A corporation shall at all times have a registered office in the municipality or geographic township within Ontario specified in its articles. Registered office

(2) The head office of every corporation incorporated prior to the day this Act comes into force shall be deemed to be the registered office of the corporation. Idem

(3) A corporation may by resolution of its directors change the location of its registered office within a municipality or geographic township and shall, within ten days after the passing of the resolution, file a notice of change under the *Corporations Information Act*. Change of address R.S.O. 1980, c. 96

(4) Failure to comply with subsection (3) does not affect the validity of the resolution. R.S.O. 1980, c. 54, s. 13, *amended*. Validity

**15.** A corporation has the capacity and the rights, powers and privileges of a natural person. R.S.O. 1980, c. 54, s. 14 (1), *amended*. Corporate powers

**16.** A corporation has the capacity to carry on its business, conduct its affairs and exercise its powers in any jurisdiction outside Ontario to the extent that the laws of such jurisdiction permit. R.S.O. 1980, c. 54, s. 14 (4), *amended*. Capacity to act outside Ontario

**17.—(1)** It is not necessary for a by-law to be passed in order to confer any particular power on the corporation or its directors. New. Corporate power not dependent on by-law

(2) A corporation shall not carry on any business or exercise any power that it is restricted by its articles from carrying on or exercising, nor shall the corporation exercise any of its powers in a manner contrary to its articles. R.S.O. 1980, c. 54, s. 14 (3), *amended*. Power limited by articles, etc.

(3) Notwithstanding subsection (2) and subsection 3 (2), no act of a corporation including a transfer of property to or by the corporation is invalid by reason only that the act is contrary to its articles, by-laws, a unanimous shareholder agreement or this Act. R.S.O. 1980, c. 54, s. 15 (1), *amended*. Acting outside powers

**18.** No person is affected by or is deemed to have notice or knowledge of the contents of a document concerning a corporation Where notice is not deemed

by reason only that the document has been filed with the Director or is available for inspection at an office of the corporation. *New.*

Indoor  
management  
rule

R.S.O. 1980,  
c. 96

**19.** A corporation or a guarantor of an obligation of a corporation may not assert against a person dealing with the corporation or with any person who has acquired rights from the corporation that,

- (a) the articles, by-laws or any unanimous shareholder agreement have not been complied with;
- (b) the persons named in the most recent notice filed under the *Corporations Information Act*, or named in the articles, whichever is more current, are not the directors of the corporation;
- (c) the location named in the most recent notice filed under subsection 14 (3) or named in the articles, whichever is more current, is not the registered office of the corporation;
- (d) a person held out by a corporation as a director, an officer or an agent of the corporation has not been duly appointed or does not have authority to exercise the powers and perform the duties that are customary in the business of the corporation or usual for such director, officer or agent;
- (e) a document issued by any director, officer or agent of a corporation with actual or usual authority to issue the document is not valid or not genuine; or
- (f) financial assistance referred to in section 20 or a sale, lease or exchange of property referred to in subsection 183 (3) was not authorized,

except where the person has or ought to have, by virtue of his position with or relationship to the corporation, knowledge to that effect. *New.*

Financial  
assistance by  
corporation

**20.—(1)** Except as permitted under subsection (2), a corporation or any corporation with which it is affiliated, shall not, directly or indirectly, give financial assistance by means of a loan, guarantee or otherwise,

- (a) to any shareholder, director, officer or employee of the corporation or affiliated corporation or to an associate of any such person for any purpose; or

- (b) to any person for the purpose of or in connection with a purchase of a share, or a security convertible into or exchangeable for a share, issued or to be issued by the corporation or affiliated corporation,

where there are reasonable grounds for believing that,

- (c) the corporation is or, after giving the financial assistance, would be unable to pay its liabilities as they become due; or
- (d) the realizable value of the corporation's assets, excluding the amount of any financial assistance in the form of a loan and in the form of any secured guarantee, after giving the financial assistance, would be less than the aggregate of the corporation's liabilities and stated capital of all classes.

(2) A corporation may give financial assistance by means of a <sup>Idem</sup> loan, guarantee or otherwise,

- (a) to any person in the ordinary course of business if the lending of money is part of the ordinary business of the corporation;
- (b) to any person on account of expenditures incurred or to be incurred on behalf of the corporation;
- (c) to its holding body corporate if the corporation is a wholly owned subsidiary of the holding body corporate;
- (d) to a subsidiary body corporate of the corporation;
- (e) to employees of the corporation or any of its affiliates,
  - (i) to enable or assist them to purchase or erect living accommodation for their own occupation, or
  - (ii) in accordance with a plan for the purchase of shares of the corporation or any of its affiliates.

(3) A contract made by a corporation in contravention of this section may be enforced by the corporation or by a lender for value in good faith without notice of the contravention. *New.* <sup>Validity of contract</sup>

**21.**—(1) Except as provided in this section, a person who enters into an oral or written contract in the name of or on behalf of a corporation before it comes into existence is personally bound by the contract and is entitled to the benefits thereof. <sup>Contract prior to corporate existence</sup>

Adoption of  
contract by  
corporation

(2) A corporation may, within a reasonable time after it comes into existence, by any action or conduct signifying its intention to be bound thereby, adopt an oral or written contract made before it came into existence in its name or on its behalf, and upon such adoption,

- (a) the corporation is bound by the contract and is entitled to the benefits thereof as if the corporation had been in existence at the date of the contract and had been a party thereto; and
- (b) a person who purported to act in the name of or on behalf of the corporation ceases, except as provided in subsection (3), to be bound by or entitled to the benefits of the contract.

Non-adoption  
of contract

(3) Except as provided in subsection (4), whether or not an oral or written contract made before the coming into existence of a corporation is adopted by the corporation, a party to the contract may apply to a court for an order fixing obligations under the contract as joint or joint and several or apportioning liability between the corporation and the person who purported to act in the name of or on behalf of the corporation, and, upon such application, the court may make any order it thinks fit.

Exception  
to subs. (1)

(4) If expressly so provided in the oral or written contract referred to in subsection (1), a person who purported to act in the name of or on behalf of the corporation before it came into existence is not in any event bound by the contract or entitled to the benefits thereof. R.S.O. 1980, c. 54, s. 19, *amended*.

### PART III

#### CORPORATE FINANCE

Shares

**22.**—(1) Shares of a corporation shall be in registered form and shall be without nominal or par value.

Idem

(2) Shares with nominal or par value of a corporation incorporated before the day this section comes into force shall be deemed to be shares without nominal or par value.

Rights of  
shareholders

(3) Where a corporation has only one class of shares, the rights of the holders thereof are equal in all respects and include the rights,

- (a) to vote at all meetings of shareholders; and
- (b) to receive the remaining property of the corporation upon dissolution.

Idem

(4) The articles may provide for more than one class of shares and where they so provide,

- (a) the rights, privileges, restrictions and conditions attaching to the shares of each class shall be set out therein; and
- (b) each of the rights set out in subsection (3) shall be attached to at least one class of shares, but both such rights are not required to be attached to any one class.

(5) Notwithstanding subsection (4), the right of the holders of a class of shares to one vote for each share at all meetings of shareholders other than meetings of the holders of another class of shares, or to receive the remaining property of the corporation upon dissolution, need not be set out in the articles. R.S.O. 1980, c. 54, s. 23, *amended*.

Saving provision

(6) Except as provided in section 25, each share of a class shall be the same in all respects as every other share of that class. R.S.O. 1980, c. 54, s. 27.

Shares within  
a class equal

**23.**—(1) Subject to the articles, the by-laws, any unanimous shareholder agreement and section 26, shares may be issued at such time and to such persons and for such consideration as the directors may determine.

Issuance of  
shares

(2) Shares issued by a corporation are non-assessable and the holders are not liable to the corporation or to its creditors in respect thereof. *New.*

Shares  
non-assessable

(3) A share shall not be issued until the consideration for the share is fully paid in money or in property or past service that is not less in value than the fair equivalent of the money that the corporation would have received if the share had been issued for money. R.S.O. 1980, c. 54, s. 42 (4), *amended*.

Fully-paid  
shares

(4) The directors shall, in connection with the issue of any share not issued for money, determine,

Value  
determined  
by directors

- (a) the amount of money the corporation would have received if the share had been issued for money; and
- (b) either,

- (i) the fair value of the property or past service in consideration of which the share is issued, or
- (ii) that such property or past service has a fair value that is not less than the amount of money referred to in clause (a).

(5) In determining the value of property or past service, the directors may take into account reasonable charges and expenses of organization and reorganization and payments for property and past service reasonably expected to benefit the corporation.

<sup>Idem</sup>

Interpre-  
tation of  
property

R.S.C. 1952,  
c. 148

Separate  
capital  
account

Idem

Exception to  
subs. (2)

Addition to  
stated capital  
account

(6) For the purposes of subsection (3) and of subsection 24 (3), a document evidencing indebtedness of a person to whom shares are to be issued, or of any other person not dealing at arm's length with such person within the meaning of that term in the *Income Tax Act* (Canada), does not constitute property. *New.*

**24.**—(1) A corporation shall maintain a separate stated capital account for each class and series of shares it issues.

(2) A corporation shall add to the appropriate stated capital account in respect of any shares it issues the full amount of the consideration it receives as determined by the directors which, in the case of shares not issued for money, shall be the amount determined by the directors in accordance with clause 23 (4) (a) or, if a determination is made by the directors in accordance with subclause 23 (4) (b) (i), the amount so determined.

(3) Notwithstanding subsection (2) and subsection 23 (3), where a corporation issues shares,

(a) in exchange for,

(i) property of a person who immediately before the exchange does not deal with the corporation at arm's length within the meaning of that term in the *Income Tax Act* (Canada), or

(ii) shares of a body corporate that immediately before the exchange or that, because of the exchange, does not deal with the corporation at arm's length within the meaning of that term in the *Income Tax Act* (Canada); or

(b) under an agreement referred to in subsection 174 (1) or an arrangement referred to in clause 181 (1) (c) or (d) or to shareholders of an amalgamating corporation who receive the shares in addition to or instead of securities of the amalgamated corporation,

the corporation may, subject to subsection (4), add all or any portion of the consideration it received for the shares to the appropriate stated capital account.

(4) On the issue of a share, a corporation shall not add to a stated capital account in respect of the share an amount greater than the amount referred to in subsection (2).

(5) Notwithstanding subsection (2), on the day this Act comes into force or at such time thereafter as a corporation has been continued under this Act, as the case may be, the amount in the stated capital account maintained by a corporation in respect of each class or series of shares then issued shall be equal to the aggregate amount paid up on the shares of each such class or series of shares immediately prior thereto, and, after such time, a corporation may, upon complying with subsection (6), add to the stated capital account maintained by it in respect of any class or series of shares any amount it has credited to a retained earnings or other surplus account.

(6) Where a corporation proposes to add any amount to a stated capital account that it maintains in respect of a class or series of shares otherwise than under subsection 38 (2), the addition to the stated capital account must be approved by special resolution if,

(a) the amount to be added,

- (i) was not received by the corporation as consideration for the issue of shares, or
- (ii) was received by the corporation as consideration for the issue of shares but does not form part of the stated capital attributable to such shares; and

(b) the corporation has outstanding shares of more than one class or series.

(7) Where a class or series of shares of a corporation would be affected by the addition of an amount to any stated capital account under subsection (6) in a manner different from the manner in which any other class or series of shares of the corporation would be affected by such action, the holders of the differently affected class or series of shares are entitled to vote separately as a class or series, as the case may be, on the proposal to take the action, whether or not such shares otherwise carry the right to vote.

(8) Stated capital accounts of a corporation may be expressed in one or more currencies.

(9) A corporation shall not reduce its stated capital or any stated capital account except in the manner provided in this Act.

(10) The provisions of this Act relating to stated capital do not apply to an open-end mutual fund.

(11) For the purposes of this section, “open-end mutual fund” means an offering corporation that carries on only the business of

Stated capital  
at time of  
coming into  
force or  
continuance

Additions to  
stated capital  
account

Idem

Expressed in  
one or more  
currencies

Reduction in  
stated capital

Non-applica-  
tion of Act

Interpretation

investing the consideration it receives for the shares it issues, and all or substantially all the shares of which are redeemable upon the demand of the holders of such shares. R.S.O. 1980, c. 54, s. 31, *amended*.

Special shares  
in series

**25.**—(1) The articles may authorize the issue of any class of shares in one or more series and may authorize the directors to fix the number of shares in, and to determine the designation, rights, privileges, restrictions and conditions attaching to the shares of, each series, subject to the limitations set out in the articles.

Proportionate  
abatement

(2) If any amount,

(a) of cumulative dividends, whether or not declared, or declared non-cumulative dividends; or

(b) payable on return of capital in the event of the liquidation, dissolution or winding up of a corporation,

in respect of shares of a series is not paid in full, the shares of the series shall participate rateably with the shares of all other series of the same class in respect of,

(c) all accumulated cumulative dividends, whether or not declared, and all declared non-cumulative dividends; or

(d) all amounts payable on return of capital in the event of the liquidation, dissolution or winding up of the corporation,

as the case may be.

No priority of  
shares of same  
class

(3) No rights, privileges, restrictions or conditions attached to a series of shares authorized under this section shall confer upon the shares of a series a priority in respect of,

(a) dividends; or

(b) return of capital in the event of the liquidation, dissolution or winding up of the corporation,

over the shares of any other series of the same class. R.S.O. 1980, c. 54, s. 28, *amended*.

Articles  
designating  
special shares

(4) Before the issue of shares of a series authorized under this section, the directors shall send to the Director articles of amendment in the prescribed form designating such series of shares.

Certificate re  
special shares

(5) Upon receipt of articles of amendment designating a series of shares, the Director shall endorse thereon, in accordance with

section 272, a certificate which shall constitute the certificate of amendment. R.S.O. 1980, c. 54, s. 181, *amended*.

**26.** If it is so provided in the articles or a unanimous shareholder agreement, no shares of a class or series shall be issued unless the shares have first been offered to the shareholders of the corporation holding shares of that class or series or of another class or series on such terms as are provided in the articles or unanimous shareholder agreement. *New.*

Pre-emptive rights

**27.**—(1) A corporation may issue warrants as evidence of conversion privileges or options or rights to acquire securities of the corporation, and shall set out the conditions thereof,

Conversion privileges, etc.

(a) in certificates evidencing the securities to which the conversion privileges, options or rights are attached; or

(b) in separate certificates or other documents.

(2) Conversion privileges and options or rights to purchase securities of a corporation may be made transferable or non-transferable, and options or rights to purchase may be made separable or inseparable from any securities to which they are attached.

Idem

(3) Where a corporation has granted privileges to convert any securities, other than shares issued by the corporation, into shares of the corporation or has issued or granted options or rights to acquire shares of the corporation and where the articles limit the number of authorized shares, the corporation shall reserve and continue to reserve sufficient authorized shares to meet the exercise of such conversion privileges, options and rights. *New.*

Corporation to maintain sufficient reserve

**28.**—(1) Except as provided in subsection (2) and sections 29 to 32, a corporation,

Subsidiaries not to hold shares of holding bodies corporate

(a) shall not hold shares in itself or in its holding body corporate; and

(b) shall not permit any of its subsidiary bodies corporate to hold shares of the corporation.

(2) A corporation shall cause a subsidiary body corporate of the corporation that holds shares of the corporation to sell or otherwise dispose of those shares within five years from,

Disposal of shares

(a) the date the body corporate became a subsidiary of the corporation; or

(b) if the subsidiary held such shares on the 30th day of April, 1954, and has continued from that date to hold such shares, the coming into force of this Act. R.S.O. 1980, c. 54, s. 46, *part*.

Exception to  
s. 28

**29.**—(1) A corporation may in the capacity of a legal representative hold shares in itself or in its holding body corporate unless it or the holding body corporate or a subsidiary of either of them has a beneficial interest in the shares.

Idem

(2) A corporation may permit a subsidiary body corporate to hold shares of the corporation in the capacity of a legal representative unless the corporation or the subsidiary body corporate or a subsidiary of either of them has a beneficial interest in the shares.

Idem

(3) A corporation may hold shares in itself or in its holding body corporate by way of security for the purposes of a transaction entered into by it in the ordinary course of a business that includes the lending of money. R.S.O. 1980, c. 54, s. 46.

Exception  
relating to  
Canadian  
ownership

(4) A corporation may, for the purpose of assisting the corporation or any of its affiliates or associates to qualify under any prescribed Act of Canada or a province or ordinance of a territory to receive licences, permits, grants, payments or other benefits by reason of attaining or maintaining a specified level of Canadian ownership or control, hold shares in itself that,

- (a) are not restricted for the purpose of assisting the corporation or any of its affiliates or associates to so qualify; or
- (b) are shares into which shares held under clause (a) were converted by the corporation that are restricted for the purpose of assisting the corporation to so qualify and that were not previously held by the corporation.

Prohibited  
transfers

(5) A corporation shall not transfer shares held under subsection (4) to any person unless the corporation is satisfied, on reasonable grounds, that the ownership of the shares as a result of the transfer would assist the corporation or any of its affiliates or associates to achieve the purpose set out in subsection (4).

Where  
shares are  
transferred

(6) Where shares held under subsection (4) are transferred by a corporation, subsections 23 (1), (3), (4), (5) and (6), clause 127 (3) (c) and subsection 130 (1) apply, with such modifications as the circumstances require, in respect of the transfer as if the transfer were an issue.

Transfer  
not void

(7) No transfer of shares by a corporation shall be void or voidable solely because the transfer is in contravention of subsection (5).

(8) A corporation holding shares in itself or in its holding body corporate or a subsidiary body corporate of a corporation holding shares of the corporation shall not vote or permit those shares to be voted unless the corporation or subsidiary body corporate, as the case may be,

- (a) holds the shares in the capacity of a legal representative; and
- (b) has complied with section 48 of the *Securities Act* R.S.O. 1980, c. 466 where that section is applicable. *New.*

**30.**—(1) Subject to subsection (2) and to its articles, a corporation may purchase or otherwise acquire any of its issued shares or warrants.

(2) A corporation shall not make any payment to purchase or otherwise acquire shares issued by it if there are reasonable grounds for believing that,

- (a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or
- (b) after the payment, the realizable value of the corporation's assets would be less than the aggregate of,
  - (i) its liabilities, and
  - (ii) its stated capital of all classes. R.S.O. 1980, c. 54, s. 38.

**31.**—(1) Notwithstanding subsection 30 (2) but subject to subsection (3) of this section and to its articles, a corporation may purchase or otherwise acquire shares issued by it to,

- (a) settle or compromise a debt or claim asserted by or against the corporation;
- (b) eliminate fractional shares; or
- (c) fulfil the terms of a non-assignable agreement under which the corporation has an option or is obliged to purchase shares owned by a current or former director, officer or employee of the corporation.

Idem      (2) Notwithstanding subsection 30 (2), a corporation may purchase or otherwise acquire shares issued by it to,

- (a) satisfy the claim of a shareholder who dissents under section 184; or
- (b) comply with an order under section 247.

Restriction on payment      (3) A corporation shall not make any payment to purchase or acquire under subsection (1) shares issued by it if there are reasonable grounds for believing that,

- (a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or
  - (b) after the payment, the realizable value of the corporation's assets would be less than the aggregate of,
    - (i) its liabilities, and
    - (ii) the amount that would be required to pay the holders of shares who have a right to be paid, on a redemption or in a liquidation, prior to the holders of the shares to be purchased or acquired.
- R.S.O. 1980, c. 54, s. 38, *amended*.

Redemption of shares      **32.**—(1) Notwithstanding subsection 30 (2) and subsection 31 (3), but subject to subsection (2) and to its articles, a corporation may purchase or redeem any redeemable shares issued by it at prices not exceeding the redemption price thereof stated in the articles or calculated according to a formula stated in the articles.

Restriction on redemption      (2) A corporation shall not make any payment to purchase or redeem any redeemable shares issued by it if there are reasonable grounds for believing that,

- (a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or
- (b) after the payment, the realizable value of the corporation's assets would be less than the aggregate of,
  - (i) its liabilities, and

- (ii) the amount that would be required to pay the holders of shares who have a right to be paid, on a redemption or in a liquidation, rateably with or prior to the holders of the shares to be purchased or redeemed. *New.*

**33.** A corporation may accept from any shareholder a share of the corporation surrendered to it as a gift, but may not extinguish or reduce a liability in respect of an amount unpaid on any such share except in accordance with section 34. R.S.O. 1980, c. 54, s. 41, *amended.*

**34.**—(1) Subject to subsection (4), a corporation may by special resolution,

- (a) extinguish or reduce a liability in respect of an amount unpaid on any share; or

- (b) reduce its stated capital for any purpose including, without limiting the generality of the foregoing, for the purpose of,

- (i) distributing to the holders of issued shares of any class or series of shares an amount not exceeding the stated capital of the class or series, or

- (ii) declaring its stated capital to be reduced by,

- (A) an amount that is not represented by realizable assets, or

- (B) an amount otherwise determined in respect of which no amount is to be distributed to holders of issued shares of the corporation.

(2) Where a class or series of shares of a corporation would be affected by a reduction of stated capital under clause (1) (b) in a manner different from the manner in which any other class or series of shares of the corporation would be affected by such action, the holders of the differently affected class or series of shares are entitled to vote separately as a class or series, as the case may be, on the proposal to take the action, whether or not the shares otherwise carry the right to vote.

- Account to be reduced specified      (3) A special resolution under this section shall specify the stated capital account or accounts from which the reduction of stated capital effected by the special resolution will be made.
- Restriction on reduction      (4) A corporation shall not take any action to extinguish or reduce a liability in respect of an amount unpaid on a share or to reduce its stated capital for any purpose other than the purpose mentioned in sub-subclause (1) (b) (ii) (A) if there are reasonable grounds for believing that,
- (a) the corporation is or, after the taking of such action, would be unable to pay its liabilities as they become due; or
  - (b) after the taking of such action, the realizable value of the corporation's assets would be less than the aggregate of its liabilities.
- Application for order where improper reduction      (5) A creditor of a corporation is entitled to apply to the court for an order compelling a shareholder or other recipient,
- (a) to pay to the corporation an amount equal to any liability of the shareholder that was extinguished or reduced contrary to this section; or
  - (b) to pay or deliver to the corporation any money or property that was paid or distributed to the shareholder or other recipient as a consequence of a reduction of capital made contrary to this section.
- Time limitation      (6) An action to enforce a liability imposed by this section may not be commenced after two years from the date of the action complained of. *New.*
- Class action      (7) Where it appears that there are numerous shareholders who may be liable under this section, the court may permit an action to be brought against one or more of them as representatives of the class and, if the plaintiff establishes his claim as creditor, may make an order of reference and add as parties in the referee's office all such shareholders as may be found, and the referee shall determine the amount that each should contribute towards the plaintiff's claim, which amount may not, in the case of any particular shareholder, exceed the amount referred to in subsection (5), and the referee may direct payment of the sums so determined. R.S.O. 1980, c. 54, s. 101 (4), *amended*.

(8) No person holding shares in the capacity of a personal representative and registered on the records of the corporation as a shareholder and therein described as the personal representative of a named person is personally liable under this section, but the person named is subject to all liabilities imposed by this section. R.S.O. 1980, c. 54, s. 101 (5), *amended*. Shareholder holding shares in fiduciary capacity

(9) This section does not affect any liability that arises under s. 130, section 130. *New.* does not apply

**35.**—(1) Upon a purchase, redemption or other acquisition by a corporation under section 30, 31, 32, 40 or 184 or clause 247 (3) (f) of shares or fractions thereof issued by it, the corporation shall deduct from the stated capital account maintained for the class or series of shares of which the shares purchased, redeemed or otherwise acquired form a part, an amount equal to the result obtained by multiplying the stated capital of the shares of that class or series by the number of shares of that class or series or fractions thereof purchased, redeemed or otherwise acquired, divided by the number of issued shares of that class or series immediately before the purchase, redemption or other acquisition. Amount deducted from account upon purchase, etc., of shares

(2) A corporation shall deduct the amount of a payment made *Idem* by the corporation to a shareholder under clause 247 (3) (g) from the stated capital account maintained for the class or series of shares in respect of which the payment was made.

(3) A corporation shall adjust its stated capital account or accounts in accordance with any special resolution referred to in subsection 34 (3). Adjustment in stated capital account

(4) Upon a change under section 167, 185 or 247 of issued shares *Idem* of a corporation, or upon a conversion of such shares pursuant to their terms, into shares of another class or series, the corporation shall,

(a) deduct from the stated capital account maintained for the class or series of shares changed or converted an amount equal to the result obtained by multiplying the stated capital of the shares of that class or series by the number of shares of that class or series changed or converted, and dividing by the number of issued shares of that class or series immediately before the change or conversion; and

(b) add the result obtained under clause (a) and any additional consideration received pursuant to the change or conversion to the stated capital account maintained or to

be maintained for the class or series of shares into which the shares have been changed or converted.

Idem

(5) For the purpose of subsection (4) and subject to its articles, where a corporation issues two classes or series of shares and there is attached to each class or series a right to convert a share of the one class or series into a share of the other class or series, the amount of stated capital attributable to a share in either class or series is the amount obtained when the sum of the stated capital of both classes or series of shares is divided by the number of issued shares of both classes or series of shares immediately before the conversion.

Status of shares purchased, etc.

(6) Shares of any class or series or fractional shares issued by a corporation and purchased, redeemed or otherwise acquired by it shall be cancelled or, if the articles limit the number of authorized shares of the class or series, may be restored to the status of authorized but unissued shares of the class.

Interpretation

(7) For the purposes of this section,

- (a) a corporation holding shares in itself as permitted by subsections 29 (1) and (2) shall be deemed not to have purchased, redeemed or otherwise acquired the shares; and
- (b) a corporation holding shares in itself under clause 29 (4) (a) shall be deemed not to have purchased, redeemed or otherwise acquired the shares at the time they were acquired, but,
  - (i) any of those shares that are held by the corporation at the expiration of two years, and
  - (ii) any shares into which any of those shares were converted by the corporation and held under clause 29 (4) (b) that are held by the corporation at the expiration of two years after the shares from which they were converted were acquired,

shall be deemed to have been acquired at the expiration of the two years.

Conversion of shares

(8) Where shares of a class or series are changed under section 167, 185 or 247, or converted pursuant to their terms, into the same or another number of shares of another class or series, such shares become the same in all respects as the shares of the class or series respectively into which they are changed or converted and, if the articles limit the number of shares of either of such classes or

series, the number of authorized shares of such class or series is changed and the articles are amended accordingly. R.S.O. 1980, c. 54, s. 35 (5), *amended*.

**36.**—(1) A contract with a corporation providing for the purchase of shares of the corporation by the corporation is specifically enforceable against the corporation except to the extent that the corporation cannot perform the contract without thereby being in breach of section 30 or 31.

(2) In any action brought on a contract referred to in subsection (1), the corporation has the burden of proving that performance thereof is prevented by section 30 or 31. <sup>Idem</sup>

(3) Until the corporation has fully performed a contract referred to in subsection (1), the other party to the contract retains the status of a claimant entitled to be paid as soon as the corporation is lawfully able to do so or in a liquidation to be ranked subordinate to the rights of creditors but in priority to the other shareholders. *New.* <sup>Idem</sup>

**37.** The directors may authorize the corporation to pay a reasonable commission to any person in consideration of his purchasing or agreeing to purchase shares of the corporation from the corporation or from any other person, or procuring or agreeing to procure purchasers for any such shares. R.S.O. 1980, c. 54, s. 43 (1), *amended*. <sup>Commission on sale of shares</sup>

**38.**—(1) The directors may declare and a corporation may pay a dividend by issuing fully paid shares of the corporation or options or rights to acquire fully paid shares of the corporation and, subject to subsection (3), a corporation may pay a dividend in money or property. R.S.O. 1980, c. 54, s. 146 (2), *amended*. <sup>Declaration of dividends</sup>

(2) If shares of a corporation are issued in payment of a dividend, the corporation shall add to the stated capital account maintained or to be maintained for the shares of the class or series issued in payment of the dividend the declared amount of the dividend stated as an amount of money. R.S.O. 1980, c. 54, s. 148, *amended*. <sup>Stock dividend</sup>

(3) The directors shall not declare and the corporation shall not pay a dividend if there are reasonable grounds for believing that, <sup>When dividend not to be declared</sup>

(a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or

(b) the realizable value of the corporation's assets would thereby be less than the aggregate of,

- (i) its liabilities, and
- (ii) its stated capital of all classes. R.S.O. 1980, c. 54, s. 146 (1, 3), *amended*.

Corporations  
with wasting  
assets

**39.**—(1) Notwithstanding anything in this Act, a corporation,

- (a) that for the time being carries on as its principal business the business of operating a producing mining, gas or oil property owned and controlled by it;
- (b) at least 75 per cent of the assets of which are of a wasting character; or
- (c) incorporated for the purpose of acquiring the assets or a substantial part of the assets of a body corporate and administering such assets for the purpose of converting them into cash and distributing the cash among the shareholders of the corporation,

may declare and pay dividends out of the funds derived from the operations of the corporation.

Extent of  
impairment of  
capital

(2) The powers conferred by subsection (1) may be exercised notwithstanding that the value of the net assets of the corporation may be thereby reduced to less than its stated capital of all classes if the payment of the dividends does not reduce the value of its remaining assets to an amount insufficient to meet all the liabilities of the corporation, exclusive of its stated capital of all classes. R.S.O. 1980, c. 54, s. 147 (1, 2).

Special  
resolution

(3) The powers conferred by subsection (1) may be exercised only under the authority of a special resolution. R.S.O. 1980, c. 54, s. 147 (3), *amended*.

Lien on share

**40.**—(1) Subject to subsection 56 (3), the articles or by-laws may provide that the corporation has a lien on a share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the corporation.

Where subs. (1)  
does not apply

(2) Subsection (1) does not apply to a corporation that has shares listed on a stock exchange recognized by the Commission.

Enforcement of  
lien

(3) A corporation may enforce a lien referred to in subsection (1) in accordance with its articles or by-laws. R.S.O. 1980, c. 54, s. 45 (3), *amended*.

Shares personal  
property

**41.** The shares of a corporation are personal property. R.S.O. 1980, c. 54, s. 44.

**42.**—(1) A corporation shall not impose restrictions on the issue, transfer, or ownership of shares of any class or series except such restrictions as are authorized by its articles. Restrictions on issue, transfer, etc.

(2) A corporation that has imposed restrictions on the issue, transfer, or ownership of its shares of any class or series shall not offer any of its shares to the public unless the restrictions are necessary, No public offer if issue, transfer, etc., restricted—exceptions

(a) by or under any Act of Canada or Ontario as a condition to the obtaining, holding or renewal of authority to engage in any activity necessary to its undertaking;

(b) for the purpose of achieving or preserving its status as a Canadian corporation for the purpose of any Act of Canada or Ontario;

(c) to limit to a specified level the ownership of its shares by any person for the purpose of assisting the corporation or any of its affiliates or associates to qualify under the *Securities Act* or similar legislation of a province or territory to obtain, hold or renew registration as a dealer, or to qualify for membership in a stock exchange in Ontario recognized as such by the Commission; or

(d) to attain or to maintain a specified level of Canadian ownership or control for the purpose of assisting the corporation or any of its affiliates or associates to qualify to receive licences, permits, grants, payments or other benefits under any prescribed Act of Canada or a province or ordinance of a territory.

(3) Nothing in clause (2) (d) authorizes a corporation to impose restrictions on the issue, transfer or ownership of shares of any class or series of which any shares are outstanding unless the shares are already subject to restrictions described in clause (2) (d). R.S.O. 1980, c. 54, s. 45 (1, 2), amended. Application of subs. (2) (d) limited

(4) A corporation may,

Idem

- (a) limit the number of its shares that may be owned; or
- (b) prohibit the ownership of shares,

by any person whose ownership would adversely affect the ability of the corporation or any of its affiliates or associates to attain or maintain a level of Canadian ownership or control specified in its articles that equals or exceeds a specified level referred to in clause (2) (d). *New.*

**43.** Nothing in this Act prohibits the issue of debt obligations in bearer form. R.S.O. 1980, c. 54, s. 52. Bearer debt obligations

**Irredeemable debt obligation**      **44.**—(1) A condition contained in a debt obligation or in an instrument for securing a debt obligation is not invalid by reason only that the debt obligation is thereby made irredeemable or redeemable only on the happening of a contingency, however remote, or on the expiration of a period, however long. R.S.O. 1980, c. 54, s. 53.

**Debt obligations**      (2) Debt obligations issued, pledged, hypothecated or deposited by a corporation are not redeemed by reason only that the indebtedness evidenced by the debt obligations or in respect of which the debt obligations are issued, pledged, hypothecated or deposited is repaid.

**Idem**      (3) Debt obligations issued by a corporation and purchased, redeemed or otherwise acquired by it may be cancelled or, subject to any applicable trust indenture or other agreement, may be reissued, pledged or hypothecated to secure any obligation of the corporation then existing or thereafter incurred, and any such acquisition and reissue, pledge or hypothecation is not a cancellation of the debt obligations. *New.*

## PART IV

### SALE OF RESTRICTED SHARES

**Restricted shares held in contravention—sale by corporation**      **45.**—(1) A corporation that has restrictions on the issue, transfer or ownership of its shares of any class or series in order to assist the corporation or any of its affiliates or associates to qualify under any prescribed Act of Canada or a province or ordinance of a territory to receive licences, permits, grants, payments or other benefits by reason of attaining or maintaining a specified level of Canadian ownership or control may, for that purpose or for the purpose of attaining or maintaining a level of Canadian ownership or control specified in its articles, under such conditions and after giving such notice as may be prescribed, sell, as if it were the owner thereof, any of the restricted shares that are owned, or that the directors determine in such manner as may be prescribed may be owned, contrary to the restrictions.

**Obligations of directors in sale**      (2) Where shares are to be sold by a corporation under subsection (1), the directors of the corporation shall select the shares for sale in good faith and in a manner that is not unfairly prejudicial to, and does not unfairly disregard the interests of, the holders of the shares in the restricted class or series taken as a whole.

**Effect of sale**      (3) Where shares are sold by a corporation under subsection (1), the owner of the shares immediately prior to the sale shall, by that sale, be divested of his interest in the shares, and the person who, but for the sale, would be the registered holder of the shares or a person who satisfies the corporation that, but for the sale, he could properly be treated as the registered holder of the shares

under section 67 shall, from the time of the sale, be entitled to receive only the net proceeds of the sale, together with any income earned thereon from the beginning of the month next following the date of the receipt by the corporation of the proceeds of the sale, less any taxes thereon and any costs of administration of a trust fund constituted under subsection (5) in relation thereto.

(4) Subsections 67 (4), (5) and (6) apply in respect of the person who is entitled under subsection (3) to receive the proceeds of a sale of shares under subsection (1) as if the proceeds were a security and the person were a registered holder of the security. s. 67 (4-6)  
apply

(5) The proceeds of a sale by a corporation under subsection (1) constitute a trust fund in the hands of the corporation for the benefit of the person entitled under subsection (3) to receive the proceeds of the sale, and any such trust fund may be commingled by the corporation with other such trust funds and shall be invested in such manner as may be prescribed. Proceeds of  
sale to be  
trust fund

(6) Reasonable costs of administration of a trust fund referred to in subsection (5) may be deducted from the trust fund and any income earned thereon. Cost of  
administration

(7) Subject to this section, a corporation may transfer any trust fund referred to in subsection (5) and the administration thereof, to a trust company in Canada registered as such under the laws of Canada, a province or a territory, and the corporation is thereupon discharged of all further liability in respect of the trust fund. Appointment  
of trust  
company

(8) A receipt signed by a person entitled under subsection (3) to receive the proceeds of a sale that constitute a trust fund under subsection (5) shall be a complete discharge of the corporation and of any trust company to which a trust fund is transferred under subsection (7), in respect of the trust fund and income earned thereon paid to the person. Discharge of  
corporation  
and trust  
company

(9) A trust fund described in subsection (5) together with any income earned thereon, less any taxes thereon and costs of administration, that has not been claimed, by a person entitled under subsection (3) to receive the proceeds of a sale that constitute the trust fund for a period of ten years after the date of the sale is forfeited to the Crown. *New.* Forfeit to  
Crown

## PART V

### INDENTURE TRUSTEES

**46.—(1)** In this Part,

Interpretation

(a) “event of default” means an event specified in a trust indenture on the occurrence of which,

(i) a security interest constituted by the trust indenture becomes enforceable, or

(ii) the principal, interest and other moneys payable thereunder become or may be declared to be payable before the date of maturity,

but the event is not an event of default until all conditions prescribed by the trust indenture in connection with such event for the giving of notice or the lapse of time or otherwise have been satisfied;

(b) "trust indenture" means any deed, indenture or other instrument, including any supplement or amendment thereto, made by a body corporate under which the body corporate issues or guarantees debt obligations and in which a person is appointed as trustee for the holders of the debt obligations issued or guaranteed thereunder;

(c) "trustee" means any person appointed as trustee under the terms of a trust indenture to which a body corporate is a party and includes any successor trustee, whether or not the person is a trust company authorized to carry on business in Ontario. R.S.O. 1980, c. 54, s. 55 (1), amended.

Application of  
this Part

(2) This Part applies to a trust indenture, whether entered into before or after the day on which this Act comes into force, if, in respect of any debt obligations outstanding or guaranteed thereunder or to be issued or guaranteed thereunder, a prospectus or securities exchange issuer or take-over bid circular has been filed under the *Securities Act* or any predecessor thereof or in respect of which a prospectus has been filed under *The Corporations Information Act*, being chapter 72 of the Revised Statutes of Ontario, 1960, or any predecessor thereof. R.S.O. 1980, c. 54, s. 55 (2), amended.

R.S.O. 1980,  
c. 466

Resident  
trustee

(3) The person appointed as trustee under a trust indenture, or at least one of such persons if more than one is so appointed, shall be resident or authorized to do business in Ontario. R.S.O. 1980, c. 54, s. 55 (3).

Exemption by  
Commission

(4) Where, upon the application of a body corporate incorporated otherwise than under the laws of Canada, a province or a territory, the Commission is satisfied that to do so would not be prejudicial to the public interest, the Commission may exempt, subject to such terms and conditions as the Commission may impose, a trust indenture from this Part. *New.*

Duty of trustee

**47.**—(1) A trustee in exercising his powers and discharging his duties shall,

(a) act honestly and in good faith with a view to the best interests of the holders of the debt obligations issued under the trust indenture; and

(b) exercise the care, diligence and skill of a reasonably prudent trustee.

(2) No term of a trust indenture or of any agreement between a trustee and the holders of debt obligations issued thereunder or between the trustee and the issuer or guarantor shall operate so as to relieve a trustee from the duties imposed upon him in subsection (1). R.S.O. 1980, c. 54, s. 56, *amended*. Exculpatory clauses

**48.**—(1) No person shall be appointed as trustee if there is a material conflict of interest between his role as trustee and his role in any other capacity. Conflict of interest

(2) A trustee shall, within ninety days after he becomes aware that a material conflict of interest exists, Idem

(a) eliminate such conflict of interest; or

(b) resign from office.

(3) If, notwithstanding the provisions of this section, a trustee has a material conflict of interest, the validity and enforceability of the trust indenture under which the trustee has been appointed, of the security interest constituted by or under such trust indenture and of the securities issued under such trust indenture are not affected in any manner whatsoever by reason only of the existence of such material conflict of interest. Validity not affected

(4) If a trustee contravenes subsection (1) or (2), any interested person may apply to the court for an order that the trustee be replaced, and the court may make an order on such terms as it thinks fit. R.S.O. 1980, c. 54, s. 57, *amended*. Replacing trustee

**49.**—(1) An issuer or a guarantor of debt obligations issued or to be issued under a trust indenture, before doing any act referred to in clause (a), (b), (c) or (d), shall furnish the trustee with evidence of compliance with the conditions in the trust indenture relating to, Evidence of compliance

(a) the issue, certification and delivery of debt obligations under the trust indenture;

(b) the release or release and substitution of property subject to a security interest constituted by the trust indenture;

(c) the satisfaction and discharge of the trust indenture; or

- (d) the taking of any other action to be taken by the trustee at the request of or on the application of the issuer or guarantor.

Idem

(2) Evidence of compliance as required by subsection (1) shall consist in each case of,

- (a) a statutory declaration or certificate made by a director or an officer of the issuer or guarantor stating that the conditions referred to in that section have been complied with in accordance with the terms of the trust indenture; and
- (b) where the trust indenture requires compliance with conditions that are subject to review,
  - (i) by legal counsel, an opinion, and
  - (ii) by an auditor or accountant, an opinion or report of the auditor of the issuer or guarantor, or any accountant licensed under the *Public Accountancy Act* or comparable legislation of the jurisdiction in which the accountant practises, based on the examinations or enquiries required to be made under the trust indenture,

R.S.O. 1980,  
c. 405

in each case approved by the trustee, that the conditions have been complied with in accordance with the terms of the trust indenture.

Idem

(3) The evidence of compliance referred to in subsection (2) shall include a statement by the person giving the evidence,

- (a) declaring that he has read and understands the conditions of the trust indenture described in subsection (1);
- (b) describing the nature and scope of the examination or investigation upon which he based the statutory declaration, certificate, opinion or report; and
- (c) declaring that he has made such examination or investigation as he believes necessary to enable him to make the statements or give the opinions contained or expressed therein.

Certificate of  
issuer or  
guarantor

(4) At least once in each twelve-month period beginning on the date debt obligations are first issued under the trust indenture and at any other reasonable time upon the demand of a trustee, the issuer or guarantor of debt obligations issued under a trust indenture shall furnish the trustee with a certificate that the issuer or guarantor has complied with all requirements contained in the

trust indenture that, if not complied with, would, with the giving of notice, lapse of time or otherwise, constitute an event of default, or, if there has been failure to so comply, giving particulars thereof.

(5) Upon the demand of a trustee, the issuer or guarantor of debt obligations issued under a trust indenture shall furnish the trustee with evidence in such form as the trustee may require as to compliance with any condition therein relating to any action required or permitted to be taken by the issuer or guarantor under the trust indenture or as a result of any obligation imposed by the trust indenture. Evidence of compliance

(6) A trustee is not in contravention of subsection 47 (1) if he relies in good faith upon statements contained in a statutory declaration, certificate, opinion or report that complies with this Act or the trust indenture. R.S.O. 1980, c. 54, s. 58. Reliance on opinions

**50.** A trustee under a trust indenture and any related person to the trustee shall not be appointed a receiver or receiver and manager or liquidator of the assets or undertaking of the issuer or guarantor of the debt obligations under the trust indenture. R.S.O. 1980, c. 54, s. 59. Trustee not to be receiver

**51.**—(1) The trustee shall be required to give to the holders of debt obligations issued under the trust indenture, within a reasonable time but not exceeding thirty days after the trustee becomes aware of the occurrence thereof, notice of every event of default arising under the trust indenture unless the trustee in good faith determines that the withholding of the notice is in the best interests of the holders of the debt obligations and so advises the issuer or guarantor in writing. R.S.O. 1980, c. 54, s. 60. Notice of events of default

(2) Where notice of the occurrence of an event of default under a trust indenture is given under subsection (1) and the default is thereafter cured, notice that the default is no longer continuing shall be given by the trustee to the holders of the debt obligations within a reasonable time, but not exceeding thirty days, after the trustee becomes aware that the default has been cured. *New.* Idem

**52.**—(1) Any person, upon payment to a trustee of a reasonable fee therefor, may require the trustee to furnish, within ten days after delivering to the trustee the statutory declaration referred to in subsection (3), a list setting out, Where list of debt obligation holders to be furnished

- (a) the names and addresses of the registered holders of the outstanding debt obligations;
- (b) the principal amount of outstanding debt obligations owned by each such holder; and

Information to be furnished to trustee      (c) the aggregate principal amount of debt obligations outstanding,

as shown on the records maintained by the trustee on the day that the statutory declaration is delivered to the trustee.

Information to be furnished to trustee      (2) Upon the demand of a trustee, the issuer of debt obligations shall furnish the trustee with the information required to enable the trustee to comply with subsection (1).

Statutory declaration      (3) The statutory declaration required under subsection (1) shall state,

(a) the name and address of the person requiring the trustee to furnish the list and, if the person is a body corporate, the address for service thereof; and

(b) that the list will not be used except as permitted under subsection (5).

Idem      (4) If the person requiring the trustee to furnish a list under subsection (1) is a body corporate, the statutory declaration required under that subsection shall be made by a director or officer of the body corporate.

Use of list      (5) No person shall use a list obtained under this section except in connection with,

(a) an effort to influence the voting of the holders of debt obligations;

(b) an offer to acquire debt obligations; or

(c) any other matter relating to the debt obligations or the affairs of the issuer or guarantor thereof. *New.*

## PART VI

### INVESTMENT SECURITIES

Interpretation      **53.—(1)** In this Part,

(a) “adverse claim” includes a claim that a transfer is or would be unauthorized or wrongful or that a particular adverse person is the owner of or has an interest in the security;

(b) “appropriate person”, when used to refer to a person endorsing a security, means,

- (i) the person specified by the security or by special endorsement to be entitled to the security,
  - (ii) where the person so specified is described as a trustee or other fiduciary but is no longer serving in that capacity and notwithstanding that a successor has been appointed or qualified.
    - (A) where only one person is so described, that person or his successor, or
    - (B) where more than one person is so described, the remaining persons,
  - (iii) where the person so specified is an individual and is without capacity to act by virtue of death, incompetence, infancy or otherwise, his executor, administrator, committee, guardian or like fiduciary,
  - (iv) where the security or endorsement specified more than one person as joint tenants or with right of survivorship and by reason of death all cannot sign, the survivor or survivors,
  - (v) a person having the power to sign under the applicable law or controlling instrument, or
  - (vi) to the extent any of the foregoing persons may act through an agent, his authorized agent;
- (c) "bearer form" when applied to a security means a security that is payable to bearer according to its terms and not by reason of any endorsement;
- (d) "*bona fide* purchaser" means a purchaser for value in good faith and without notice of any adverse claim who takes delivery of a security in bearer form or order form or of a security in registered form issued to him or endorsed to him or endorsed in blank;
- (e) "broker" means a person engaged for all or part of his time in the business of buying and selling securities and who, in the transaction concerned, acts for or buys a security from or sells a security to a customer;
- (f) "clearing corporation" means a body corporate recognized as a clearing corporation by the Commission;

1980-81,  
c. 40 (Can.)

R.S.O. 1980,  
c. 249

- (g) "custodian" means a bank to which the *Bank Act* (Canada) applies, a trust company registered under the *Loan and Trust Corporations Act* or such other body corporate as may be recognized by the Commission as a custodian and that is acting as custodian for a clearing corporation;
- (h) "delivery" means voluntary transfer of possession;
- (i) "fiduciary" means a trustee, guardian, committee, curator, tutor, executor, administrator or representative of a deceased person, or any other person acting in a fiduciary capacity;
- (j) "fungible" in relation to securities means securities of which any unit is, by nature or usage of trade, the equivalent of any other like unit;
- (k) "genuine" means free of forgery or counterfeiting;
- (l) "good faith" means honesty in fact in the conduct of the transaction concerned;
- (m) "holder" means a person in possession of a security issued or endorsed to him or to bearer or in blank;
- (n) "issuer" means a body corporate,
  - (i) that is required by this Act to maintain a securities register,
  - (ii) that directly or indirectly creates fractional interests in its rights or property and that issues securities as evidence of such fractional interests,
  - (iii) that places or authorizes the placing of its name on a security, otherwise than as an authenticating trustee, registrar or transfer agent, to evidence that it represents a share, participation or other interest in its property or in an enterprise or to evidence its duty to perform an obligation evidenced by the security, or
  - (iv) that becomes responsible for or in place of any other person described as an issuer in this Part;
- (o) "noted conspicuously" and "appearing conspicuously" mean written in such a way that the person against whom words so noted or appearing are to operate ought reasonably to notice them;

- (p) "order form" when applied to a security means a security that is payable to the order or assigns of any person therein specified with reasonable certainty or to such person or such person's order;
- (q) "overissue" means the issue of securities in excess of any maximum number of securities that the issuer is authorized by its articles or a trust indenture to issue;
- (r) "proper form" means regular on its face with regard to all formal matters;
- (s) "purchaser" means a person who takes by sale, mortgage, hypothec, pledge, issue, reissue, gift or any other voluntary transaction creating an interest in a security;
- (t) "registered form" when applied to a security means a security that,
  - (i) specifies a person entitled to the security or to the rights it evidences, and the transfer of which is capable of being recorded in a securities register, or
  - (ii) bears a statement that it is in registered form;
- (u) "security" or "security certificate" means an instrument issued by a body corporate that is,
  - (i) in bearer, order or registered form,
  - (ii) of a type commonly dealt in upon securities exchanges or markets or commonly recognized in any area in which it is issued or dealt in as a medium for investment,
  - (iii) one of a class or series or by its terms divisible into a class or series of instruments, and
  - (iv) evidence of a share, participation or other interest in or obligation of the body corporate;
- (v) "transfer" includes transmission by operation of law;
- (w) "trust indenture" means a trust indenture as defined in Part V;
- (x) "unauthorized" when used with reference to a signature or an endorsement means one made without authority,

actual, apparent or of any other type and includes a forgery;

(y) "valid" means issued in accordance with the applicable law and the articles of the issuer or validated under section 58. R.S.O. 1980, c. 54, s. 61 (1), *amended*.

Application of  
this Part  
R.S.C. 1970,  
c. B-5

(2) This Part does not apply to a promissory note or bill of exchange to which the *Bills of Exchange Act* (Canada) applies. R.S.O. 1980, c. 54, s. 61 (2).

Security as  
negotiable  
instrument

(3) Except where its transfer is restricted and noted on a security in accordance with subsection 56 (3), a security is a negotiable instrument. *New*.

Share  
certificates

**54.**—(1) Every security holder is entitled at his option to a security certificate in respect of the securities held by him that complies with this Act or to a non-transferable written acknowledgement of his right to obtain a security certificate from a corporation in respect of the securities of the corporation held by him, but the corporation is not bound to issue more than one security certificate in respect of a security or securities held jointly by several persons, and delivery of a security certificate to one of several joint security holders is sufficient delivery to all.

Fee

(2) A corporation may charge a fee of not more than \$3 for a security certificate issued in respect of a transfer. R.S.O. 1980, c. 54, s. 47, *amended*.

Signing of  
share  
certificates

**55.**—(1) A security certificate shall be signed manually by at least one director or officer of the corporation or by or on behalf of a registrar, transfer agent, branch transfer agent or issuing or other authenticating agent of the corporation, or by a trustee who certifies it in accordance with a trust indenture, and any additional signatures required on a security certificate may be printed or otherwise mechanically reproduced thereon.

Idem

(2) If a security certificate contains a printed or mechanically reproduced signature of a person, the corporation may issue the security certificate notwithstanding that the person has ceased to be a director or an officer of the corporation, and the security certificate is as valid as if he were a director or an officer at the date of its issue.

Where manual  
signature not  
required

(3) Notwithstanding subsection (1), a manual signature is not required on,

(a) a promissory note that is not issued under a trust indenture;

- (b) a scrip certificate;
- (c) a security certificate representing a fractional share; or
- (d) a warrant. R.S.O. 1980, c. 54, s. 48, *amended*.

**56.**—(1) A corporation shall state upon the face of each share certificate issued by it, Contents of share certificate

- (a) the name of the corporation and the words “Incorporated under the law of the Province of Ontario” or words of like effect;
- (b) the name of the person to whom it was issued; and
- (c) the number and class of shares and the designation of any series that the certificate represents.

(2) Where a corporation is authorized to issue shares of more than one class or series, the corporation shall legibly state on each share certificate issued by it, Idem

- (a) the rights, privileges, restrictions and conditions attached to the shares of each class and series that exists when the share certificate is issued; or
- (b) that the class or series of shares that it represents has rights, privileges, restrictions or conditions attached thereto and that the corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of,
  - (i) the rights, privileges, restrictions and conditions attached to that share and to each class authorized to be issued and to each series in so far as the same have been fixed by the directors, and
  - (ii) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series, if applicable. R.S.O. 1980, c. 54, s. 49 (1, 2), *amended*.

(3) Where a share certificate issued by a corporation or by a body corporate before the body corporate was continued under section 179 is, or becomes, subject to, Where restriction, lien, etc., ineffective

- (a) a restriction on its transfer other than a restriction referred to in subsection (8);

- (b) a lien in favour of the corporation;
- (c) a unanimous shareholder agreement; or
- (d) an endorsement under subsection 184 (11),

the restriction, lien, agreement or endorsement is ineffective against a transferee of the share who has no actual knowledge of it, unless it or a reference to it is noted conspicuously on the share certificate.

Notice of  
restriction

(4) If a body corporate continued under section 179 has outstanding a share certificate issued prior to the date of the certificate of continuance and if the words "private company" appear on the certificate, those words are deemed to be a notice of a restriction, lien, agreement or endorsement for the purpose of subsection (3).

Idem  
R.S.O. 1970.  
c. 89

(5) Where a corporation was incorporated as a private company under *The Corporations Act*, or any predecessor thereof, before the 1st day of January, 1971, the words "private company" appearing conspicuously on the face of a share certificate issued before the 1st day of January, 1971 shall be deemed to be notice of a restriction on the transfer of the share for the purpose of subsection (3). R.S.O. 1980, c. 54, s. 70, *amended*.

Par value  
share  
certificate

- (6) A share certificate issued,
  - (a) prior to the day this Act comes into force by a corporation; or
  - (b) prior to the date of the certificate of continuance by a body corporate continued under section 179,

does not contravene this Act merely because the certificate refers to the share or shares represented thereby as having a nominal or par value.

Information to  
be furnished  
by corporation

(7) Where a share certificate issued by a corporation contains the statement mentioned in clause (2) (b), the corporation shall furnish to a shareholder on demand and without charge a full copy of the text of,

- (a) the rights, privileges, restrictions and conditions attached to that class authorized to be issued and to that series in so far as the same have been fixed by the directors; and
- (b) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series, if applicable. R.S.O. 1980, c. 54, s. 49 (5, 6), *amended*.

(8) Where the articles of a corporation restrict the issue, transfer or ownership of shares of any class or series for the purpose of assisting the corporation or any of its affiliates or associates to qualify under any prescribed Act of Canada or a province or ordinance of a territory to receive licences, permits, grants, payments or other benefits by reason of attaining or maintaining a specified level of Canadian ownership or control, the restriction or a reference to it shall be noted conspicuously on every share certificate of the corporation evidencing a share that is subject to the restriction where the certificate is issued after the day on which the share becomes subject to the restriction under this Act and any reference to the restriction shall include a statement that the corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of the restriction.

(9) Where a share certificate of a corporation contains a reference to a restriction under subsection (8), the corporation shall furnish to a shareholder, on demand and without charge, a full copy of the text of the restriction.

(10) The omission to note a restriction or a reference to it under subsection (8) shall not invalidate any share or share certificate and shall not render the restriction ineffective against an owner, holder or transferee of the share or share certificate. *New.*

**57.**—(1) A corporation may issue a certificate for a fractional share or may issue in place thereof scrip certificates in bearer form that entitle the holder to receive a certificate for a full share by exchanging scrip certificates aggregating a full share.

(2) The directors may attach conditions to any scrip certificates issued by a corporation, including conditions that,

- (a) the scrip certificates become void if not exchanged for a certificate representing a full share before a specified date; and
- (b) any shares for which such scrip certificates are exchangeable may, notwithstanding any pre-emptive right, be issued by the corporation to any person and the proceeds thereof distributed rateably to the holders of the scrip certificates.

(3) A holder of a fractional share issued by a corporation is not entitled to exercise voting rights or to receive a dividend in respect of the fractional share unless,

Notice of  
restrictions

Furnishing  
text of  
restrictions

Omission  
to note  
restrictions

Certificate for  
fractional  
share or  
scrip  
certificates

Scrip  
certificates

Rights of  
holder of  
fractional share

- (a) the fractional share results from a consolidation of shares; or
- (b) the articles of the corporation otherwise provide.
- Rights of holder of scrip certificate** (4) A holder of a scrip certificate is not entitled to exercise voting rights or to receive a dividend in respect of the scrip certificate. R.S.O. 1980, c. 54, s. 50, *amended*.
- Overissue** **58.**—(1) The provisions of this Act that validate a security or compel its issue or reissue do not apply to the extent that validation, issue or reissue would result in overissue, but,
- (a) if an identical security that does not constitute an overissue is reasonably available for purchase, the person entitled to issue or validation may compel the issuer to purchase and deliver such a security to him against surrender of the security, if any, that he holds; or
  - (b) if a security is not so available for purchase, the person entitled to issue or validation may recover from the issuer the price he or the last purchaser for value paid for it with interest from the date of his demand. R.S.O. 1980, c. 54, s. 63 (2).
- Validation of overissue** (2) When an issuer subsequently amends its articles or a trust indenture to which it is a party to increase any maximum number of securities to a number equal to or in excess of the maximum number of securities previously authorized plus the amount of the securities overissued, the securities so overissued, and any act taken by any person in reliance upon the validity of such overissued securities, are valid from the date of their issue.
- Non-application of ss. 30, 31, 32, 35** (3) A purchase or payment by an issuer under subsection (1) is not a purchase or payment to which section 30, 31, 32 or 35 applies. *New.*
- Evidence** **59. In an action on a security,**
- (a) unless specifically denied in the pleadings, each signature on the security or in a necessary endorsement is admitted;
  - (b) a signature on the security is presumed to be genuine and authorized but, if the effectiveness of the signature is put in issue, the burden of establishing that it is genuine and authorized is on the party claiming under the signature;
  - (c) if a signature is admitted or established, production of the instrument entitles a holder to recover on it unless the defendant establishes a defence or a defect going to the validity of the security; and
  - (d) if the defendant establishes that a defence or defect exists, the plaintiff has the burden of establishing that

the defence or defect is ineffective against him or some person under whom he claims. R.S.O. 1980, c. 54, s. 64, *amended*.

**60.**—(1) The validity of a security and the rights and duties with respect to the registration of a transfer of a security of an issuer that is a corporation or a body corporate incorporated under the laws of Ontario are governed by this Act and the laws of Ontario. Selection of laws

(2) The validity of a security and the rights and duties with respect to the registration of a transfer of a security of an issuer that is a body corporate other than a corporation or a body corporate incorporated under the laws of Ontario are governed by the law, including the conflict of law rules, of the jurisdiction in which the body corporate was incorporated. R.S.O. 1980, c. 54, s. 65, *amended*. <sup>Idem</sup>

**61.**—(1) Unless otherwise agreed and subject to any applicable law, regulation or stock exchange rule, a person required to deliver securities may deliver any security of the specified issue in bearer form or registered in the name of the transferee or endorsed to him or in blank. Form of transfer

(2) Where the buyer fails to pay the price as it comes due under a contract of sale, the seller may recover the price, Default in payment

- (a) of any security accepted by the buyer; and
- (b) of any security not accepted by the buyer if its resale would be unduly burdensome or there is no readily available market,

but resort to the remedy herein provided for shall not be construed so as to affect or limit any rights or remedies under applicable law. R.S.O. 1980, c. 54, s. 66, *amended*.

**62.**—(1) The obligations and defences of an issuer apply to a guarantor of a security to the extent of his guarantee whether or not his obligation is noted on the security. Position of issuer re guarantor

(2) The person on whose behalf a register of transfers is maintained is an issuer for the purposes of the registration of a transfer under sections 86 to 89. *New.* Issuer

**63.**—(1) Even against a purchaser for value and without notice of a defect going to the validity of a security, the terms of a security include those stated on the security and those incorporated therein by reference to another instrument, statute, rule, regulation or order to the extent that the terms so referred to do not conflict with the stated terms, but such a reference is not of itself notice to a purchaser for value of a defect going to the validity of Notice of terms of security

the security, notwithstanding that the security expressly states that a person accepting it admits such notice.

Validity of security

(2) A security is valid in the hands of a purchaser for value without notice of any defect going to its validity.

Defence of issuer

(3) Except as provided in section 65, the fact that a security is not genuine is a complete defence even against a *bona fide* purchaser.

Idem

(4) All other defences of the issuer including non-delivery and conditional delivery of the security are ineffective against a *bona fide* purchaser. R.S.O. 1980, c. 54, s. 68 (1-3), *amended*.

Idem

(5) Nothing in this section shall be construed to affect the right of a party to a "when, as and if issued" or a "when distributed" contract to cancel the contract in the event of a material change in the character of the security that is the subject of the contract or in the plan or arrangement under which such security is to be issued or distributed. R.S.O. 1980, c. 54, s. 68 (4).

Notice of defect

**64.**—(1) After an act or event that creates a right to immediate performance of the principal obligation evidenced by the security or that sets a date on or after which the security is to be presented or surrendered for redemption or exchange, a purchaser is deemed to have notice of any defect in its issue or any defence of the issuer,

(a) if the act or event requires the payment of money or the delivery of securities or both on presentation or surrender of the security and such funds or securities are available on the date set for payment or exchange and he takes the security more than one year after that date; and

(b) if the act or event is not one to which clause (a) applies and he takes the security more than two years after the date set for surrender or presentation or the date on which such performance became due.

Revoked call for redemption excepted

(2) Subsection (1) does not apply to a call for redemption that has been revoked. R.S.O. 1980, c. 54, s. 69, *amended*.

Unauthorized signatures on issue

**65.** An unauthorized signature placed on a security before or in the course of issue is ineffective, except that the signature is effective in favour of a *bona fide* purchaser if the signing has been done by,

(a) an authenticating trustee, registrar, transfer agent or other person entrusted by the issuer with the signing of the security or of similar securities, or their immediate preparation for signing; or

(b) an employee of the issuer or of a person referred to in clause (a) who in the ordinary course of his duties handles the security. R.S.O. 1980, c. 54, s. 71.

**66.**—(1) Where a security contains the signatures necessary to its issue or transfer but is incomplete in any other respect, Completion of blanks

- (a) any person may complete it by filling in the blanks in accordance with his authority; and
- (b) notwithstanding that the blanks are incorrectly filled in, the security as completed is enforceable by a purchaser who took it for value and without notice of such incorrectness. R.S.O. 1980, c. 54, s. 72 (1), *amended*.

(2) A completed security that has been improperly altered, even if fraudulently altered, remains enforceable but only according to its original terms. R.S.O. 1980, c. 54, s. 72 (2). Improper alteration

**67.**—(1) An issuer or a trustee defined in subsection 46 (1) may, subject to sections 95, 96 and 100, treat the registered holder of a security as the person exclusively entitled to vote, to receive notices, to receive any interest, dividend or other payments in respect of the security, and otherwise to exercise all the rights and powers of a holder of the security. R.S.O. 1980, c. 54, s. 73 (1), *amended*. Effect of registration

(2) Notwithstanding subsection (1), an issuer whose articles restrict the right to transfer its securities shall, and any other issuer may, treat a person referred to in clause (a), (b) or (c) as a registered security holder entitled to exercise all the rights of the security holder he represents, if that person furnishes evidence as described in subsection 87 (3) to the issuer that he is, Representatives, etc., may exercise rights of security holder

- (a) the executor, administrator, heir or legal representative of the heirs, of the estate of a deceased security holder;
- (b) a guardian, committee, trustee, curator or tutor representing a registered security holder who is an infant, an incompetent person or a missing person; or
- (c) a liquidator of, or a trustee in bankruptcy for, a registered security holder.

(3) If a person upon whom the ownership of a security devolves by operation of law, other than a person referred to in subsection (2), furnishes proof of his authority to exercise rights or privileges in respect of a security of the issuer that is not registered in his name, the issuer shall treat the person as entitled to exercise those rights or privileges. Rights where ownership devolves by operation of law

- Corporation has no duty to enforce performance      (4) An issuer is not required to inquire into the existence of, or see to the performance or observance of, any duty owed to a third person by a registered holder of any of its securities or by anyone whom it treats, as permitted or required by this section, as the owner or registered holder thereof.
- Repudiation by infant      (5) If an infant exercises any rights of ownership in the securities of an issuer, no subsequent repudiation or avoidance is effective against the issuer.
- Joint holders      (6) Where a security is issued to several persons as joint holders, upon satisfactory proof of the death of one joint holder, the issuer may treat the surviving joint holders as owner of the security.
- Registration of executor, etc.      (7) Subject to any applicable law of Canada or a province of Canada relating to the collection of taxes, a person referred to in clause (2) (a) is entitled to become a registered holder or to designate a registered holder, if he deposits with the issuer or its transfer agent,
- (a) the original grant of probate or of letters of administration, or a copy thereof certified to be a true copy by,
    - (i) the court that granted the probate or letters of administration,
    - (ii) a trust company incorporated under the laws of Canada or a province, or
    - (iii) a lawyer or notary acting on behalf of the person; or
  - (b) in the case of transmission by notarial will in the Province of Quebec, a copy thereof authenticated under the laws of that Province,
- together with,
- (c) an affidavit or declaration of transmission made by the person stating the particulars of the transmission;
  - (d) the security certificate that was owned by the deceased holder,
    - (i) in case of a transfer to the person, with or without the endorsement of that person, and
    - (ii) in case of a transfer to any other person, endorsed in accordance with section 73; and

(e) any assurance the issuer may require under section 87.

(8) Notwithstanding subsection (7), if the laws of the jurisdiction governing the transmission of a security of a deceased holder do not require a grant of probate or of letters of administration in respect of the transmission, a legal representative of the deceased holder is entitled, subject to any applicable law of Canada or a province of Canada relating to the collection of taxes, to become a registered holder or to designate a registered holder, if he deposits with the issuer or its transfer agent, Idem

- (a) the security certificate that was owned by the deceased holder; and
- (b) reasonable proof of the governing laws, the deceased holder's interest in the security and the right of the legal representative or the person he designates to become the registered holder.

(9) Deposit of the documents required by subsection (7) or (8) empowers an issuer or its transfer agent to record in a securities register the transmission of a security from the deceased holder to a person referred to in clause (2) (a) or to such person as that person may designate and, thereafter, to treat the person who thus becomes a registered holder as the owner of those securities. *New.* Recording in security register

**68.**—(1) A person placing his signature upon a security as authenticating trustee, registrar or transfer agent warrants to a purchaser for value without notice of the particular defect that, Warranties in issue

- (a) the security is genuine and in proper form;
- (b) his own participation in the issue of the security is within his capacity and within the scope of the authorization received by him from the issuer; and
- (c) he has reasonable grounds to believe that the security is in the form and within the amount the issuer is authorized to issue.

(2) Unless otherwise agreed, a person referred to in subsection (1) does not assume any further liability for the validity of a security. R.S.O. 1980, c. 54, s. 74. Idem

**69.**—(1) Upon delivery of a security, the purchaser acquires the rights in the security that his transferor had or had actual authority to convey except that a purchaser who has himself been Rights acquired by purchasers

a party to any fraud or illegality affecting the security or who as a prior holder had notice of an adverse claim cannot improve his position by taking from a later *bona fide* purchaser.

*Bona fide*  
purchaser      (2) A *bona fide* purchaser in addition to acquiring the rights of a purchaser also acquires the security free of any adverse claim.

Limited  
interest      (3) A purchaser of a limited interest acquires rights only to the extent of the interest purchased. R.S.O. 1980, c. 54, s. 75.

Notice of  
adverse claim      **70.**—(1) A purchaser, including a broker for a seller or purchaser, of a security is deemed to have notice of an adverse claim if,

- (a) the security has been endorsed "for collection" or "for surrender" or for some other purpose not involving transfer; or
- (b) the security has on it an unambiguous statement that it is the property of a person other than the transferor, but the mere writing of a name on a security is not such a statement. R.S.O. 1980, c. 54, s. 76 (1), *amended*.

*Idem*      (2) Notwithstanding that a purchaser, including a broker for a seller or purchaser, has notice that a security is held for a third person or is registered in the name of or endorsed by a fiduciary, he has no duty to inquire into the rightfulness of the transfer and has no notice of an adverse claim, except that where a purchaser knows that the consideration is to be used for, or that the transaction is for, the personal benefit of the fiduciary or is otherwise in breach of the fiduciary's duty, the purchaser is deemed to have notice of an adverse claim. R.S.O. 1980, c. 54, s. 76 (2), *amended*.

*Idem*      (3) An event that creates a right to immediate performance of the principal obligation evidenced by a security or that sets a date on or after which the security is to be presented or surrendered for redemption or exchange is not of itself notice of an adverse claim, except in the case of a purchase,

- (a) after one year from any date set for such presentation or surrender for redemption or exchange; or
- (b) after six months from any date for payment of money against presentation or surrender of the security if funds are available for payment on that date. R.S.O. 1980, c. 54, s. 76 (3).

Warranties on  
presentment      **71.**—(1) A person who presents a security for registration of transfer or for payment or exchange warrants to the issuer that he

is entitled to the registration, payment or exchange, except that a *bona fide* purchaser who receives a new, reissued or reregistered security on registration of transfer warrants only that he has no knowledge of any unauthorized signature in a necessary endorsement.

(2) A person by transferring a security to a purchaser for value Warranties on transfer warrants only that,

- (a) the transfer is effective and rightful;
- (b) the security is genuine and has not been materially altered; and
- (c) he knows of nothing that might impair the validity of the security.

(3) Where a security is delivered by an intermediary known by the purchaser to be entrusted with delivery of the security on behalf of another or with collection of a draft or other claim to be collected against such delivery, the intermediary by such delivery warrants only his own good faith and authority even if he has purchased or made advances against the draft or other claim to be collected against the delivery. Warranties by intermediary

(4) A pledgee or other holder for purposes of security who redelivers a security received, or after payment and on order of the debtor delivers that security to a third person, gives only the warranties of an intermediary under subsection (3). Warranties of pledgee

(5) A broker gives to his customer, to the issuer or to a purchaser, as the case may be, the warranties provided in this section and has the rights and privileges of a purchaser under this section, and those warranties of and in favour of the broker acting as an agent are in addition to warranties given by his customer and warranties given in favour of his customer. R.S.O. 1980, c. 54, s. 77, amended. Warranties of broker

**72.** Where a security in registered form has been delivered to a purchaser without a necessary endorsement, he may become a *bona fide* purchaser only as of the time the endorsement is supplied, but against the transferor the transfer is complete upon delivery and the purchaser has a specifically enforceable right to have any necessary endorsement supplied. R.S.O. 1980, c. 54, s. 78. Absence of endorsement

**73.—(1)** An endorsement of a security in registered form is made when an appropriate person signs on the security or on a separate document an assignment or transfer of the security or a power to assign or transfer it or when the signature of the person is written without more upon the back of the security. Endorsement

- Item (2) An endorsement of a security may be,
- (a) in blank, including to bearer; or
  - (b) a special endorsement, specifying the person to whom the security is to be transferred or who has the power to transfer it,
- and a holder may convert an endorsement in blank into a special endorsement.
- Obligation of endorser (3) Unless otherwise agreed, the endorser by his endorsement assumes no obligation that the security will be honoured by the issuer.
- Partial endorsement (4) An endorsement purporting to be only of part of a security representing units intended by the issuer to be separately transferable is effective to the extent of the endorsement.
- Appropriate person (5) Whether the person who has made an endorsement is appropriate shall be determined as of the date the endorsement was made and an endorsement by such person does not become unauthorized for the purposes of this Act by virtue of any subsequent change of circumstances.
- Improper endorsement by fiduciary (6) Failure of a fiduciary to comply with a controlling instrument or with the law applicable to the fiduciary relationship, including any law requiring the fiduciary to obtain court approval of the transfer, does not render his endorsement unauthorized for the purposes of this Act. R.S.O. 1980, c. 54, s. 79.
- Delivery necessary **74.** An endorsement of a security whether special or in blank does not constitute a transfer until delivery of the security on which it appears, or if the endorsement is on a separate document until the delivery of both the document and the security. R.S.O. 1980, c. 54, s. 80.
- Endorsement of security in bearer form **75.** An endorsement of a security in bearer form may give notice of an adverse claim under section 70 but does not otherwise affect any right to registration that the holder has. *New.*
- Effect of unauthorized endorsement **76.—(1)** The owner of a security may assert the ineffectiveness of an endorsement against the issuer or any purchaser, other than a *bona fide* purchaser who received a new, reissued or reregistered security on registration of transfer, unless the owner,
- (a) has ratified an unauthorized endorsement of the security; or
  - (b) is otherwise precluded from impugning the effectiveness of an unauthorized endorsement.

(2) An issuer who registers the transfer of a security upon an <sup>Idem</sup> unauthorized endorsement is liable for improper registration. R.S.O. 1980, c. 54, s. 81, *amended*.

**77.**—(1) Every person who guarantees a signature of an <sup>Guarantee of</sup> endorser of a security warrants that at the time of signing,

- (a) the signature was genuine;
- (b) the signer was an appropriate person to endorse; and
- (c) the signer had legal capacity to sign,

but the guarantor does not otherwise warrant the rightfulness of the particular transfer.

(2) Any person may guarantee an endorsement of a security and <sup>Guarantee of</sup> by so doing warrants not only the signature but also the rightfulness of the particular transfer in all respects. <sup>endorsement</sup>

(3) No issuer may require a guarantee of endorsement as a <sup>Idem</sup> condition to registration of transfer.

(4) The warranties referred to in this section are made to any <sup>Liability of</sup> person taking or dealing with the security in reliance on the guarantor and the guarantor is liable to such person for any loss resulting from breach of warranty. R.S.O. 1980, c. 54, s. 82, *amended*.

**78.**—(1) Delivery to a purchaser occurs when,

- (a) he or a person designated by him acquires possession of a security;
- (b) his broker acquires possession of a security specially endorsed or issued in the name of the purchaser;
- (c) his broker sends him confirmation of the purchase and the broker in his records identifies a specific security in the broker's possession as belonging to the purchaser;
- (d) with respect to an identified security to be delivered while still in the possession of a third person, that person acknowledges that he holds it for the purchaser; or
- (e) appropriate entries in the records of a clearing corporation are made under section 85.

(2) A purchaser is the owner of a security held for him by his <sup>What</sup> broker, but is not the holder except as specified in clauses (1) (b), <sup>constitutes</sup> (c) and (e). <sup>ownership</sup>

- Idem (3) If a security is part of a fungible bulk, the purchaser is the owner of a proportionate property interest in the fungible bulk.

Notice of adverse claim after delivery (4) Notice of an adverse claim received by a broker or by a purchaser after the broker takes delivery as a holder for value is not effective against the broker or the purchaser except that as between the broker and the purchaser, the purchaser may demand delivery of an equivalent security as to which no notice of an adverse claim has been received. R.S.O. 1980, c. 54, s. 83, amended.

Duty of seller to deliver **79.**—(1) Unless otherwise agreed where a sale of a security is made on a stock exchange recognized for the purposes of this Part by the Commission or otherwise through brokers,

  - (a) the selling customer fulfils his duty to deliver when he places such a security in the possession of the selling broker or of a person designated by the broker or, if requested, causes an acknowledgement to be made to the selling broker that it is held for him; and
  - (b) the selling broker including a correspondent broker acting for a selling customer fulfils his duty to deliver by placing the security or a like security in the possession of the buying broker or a person designated by him or by effecting clearance of the sale in accordance with the rules of the recognized stock exchange on which the transaction took place.

Idem (2) Except as otherwise provided in this section and unless otherwise agreed, a transferor's duty to deliver a security under a contract of purchase is not fulfilled until he places the security in form to be negotiated by the purchaser in the possession of the purchaser or of a person designated by him or at the purchaser's request causes an acknowledgement to be made to the purchaser that it is held for him.

Idem (3) A sale to a broker purchasing for his own account is subject to subsection (2) and not subsection (1), unless the sale is made on a recognized stock exchange. R.S.O. 1980, c. 54, s. 84, amended.

Action for wrongful transfer **80.**—(1) A person against whom the transfer of a security is wrongful for any reason, including his incapacity, may against anyone except a *bona fide* purchaser reclaim possession of the security or obtain possession of any new security evidencing all or part of the same rights or claim damages.

Idem (2) If the transfer of a security is wrongful by reason of an unauthorized endorsement, the owner may reclaim possession of the security or a replacing security even from a *bona fide*

purchaser if the ineffectiveness of the purported endorsement may be asserted against such purchaser under section 76.

(3) The right to reclaim possession of a security may be specifically enforced, its transfer may be restrained and the security may be impounded pending litigation. R.S.O. 1980, c. 54, s. 85, *amended*. Specific performance and injunction

**81.**—(1) Unless otherwise agreed, a transferor shall on demand supply his purchaser with proof of his authority to transfer or with any other requisite that is necessary to obtain registration of the transfer of a security, but if the transfer is not for value a transferor need not do so unless the purchaser pays the reasonable and necessary costs of the proof and transfer. Transferor's duty to provide requisites for registration of transfer

(2) If the transferor fails to comply with a demand under subsection (1) within a reasonable time, the purchaser may reject or rescind the transfer. R.S.O. 1980, c. 54, s. 86, *amended*. Effect of failure

**82.** No seizure of a security or other interest evidenced thereby is effective until the person making the seizure obtains possession of the security. *New.* When seizure effective

**83.** An agent or bailee who in good faith, including observance of reasonable commercial standards if he is in the business of buying, selling or otherwise dealing with securities, has received securities and sold, pledged or delivered them according to the instructions of his principal is not liable for conversion or for participation in breach of fiduciary duty although the principal has no right to dispose of them. R.S.O. 1980, c. 54, s. 87. Transfer by agent in good faith not conversion

**84.** A contract for the sale of securities is not enforceable by way of action or defence unless, Contract for sale

- (a) there is some writing signed by the party against whom enforcement is sought or by his authorized agent or broker sufficient to indicate that a contract has been made for sale of a stated quantity of described securities at a defined or stated price;
- (b) delivery of the security has been accepted or payment has been made, but the contract is enforceable under this provision only to the extent of such delivery or payment;
- (c) within a reasonable time a writing in confirmation of the sale or purchase and sufficient against the sender under clause (a) has been received by the party against whom enforcement is sought and he has failed to send written objection to its contents within a reasonable time after its receipt; or

(d) the party against whom enforcement is sought admits in his pleading, testimony or otherwise in court that a contract was made for sale of a stated quantity of described securities at a defined or stated price. R.S.O. 1980, c. 54, s. 88.

Transfer through clearing house

**85.—(1)** If a security,

- (a) is in the custody of a clearing corporation or of a custodian or nominee of either, subject to the instructions of the clearing corporation;
- (b) is in bearer form or endorsed in blank by an appropriate person or registered in the name of the clearing corporation or custodian or a nominee of either; and
- (c) is shown on the account of a transferor or pledgor in the records of the clearing corporation,

then, in addition to other methods, a transfer or pledge of the security or any interest therein may be effected by the making of appropriate entries in the records of the clearing corporation, reducing the account of the transferor or pledgor and increasing the account of the transferee or pledgee by the amount of the obligation or the number of shares or rights transferred or pledged.

Interest in fungible bulk

(2) Under this section, entries may be in respect of like securities or interests therein as part of a fungible bulk and may refer merely to a quantity of a particular security without reference to the name of the registered owner, certificate or bond number or the like and, in appropriate cases, may be on a net basis taking into account other transfers or pledges of the same security.

Constructive endorsement and delivery

(3) A transfer or pledge under this section has the effect of a delivery of a security in bearer form or duly endorsed in blank representing the amount of the obligation or the number of shares or rights transferred or pledged.

Idem

(4) If a pledge or the creation of a security interest is intended, the making of entries has the effect of a taking of delivery by the pledgee or a secured party and the pledgee or secured party shall be deemed to have taken possession for all purposes including the purposes of the *Personal Property Security Act*.

R.S.O. 1980, c. 375

Holder

(5) A transferee or pledgee under this section is a holder.

Not registration

(6) A transfer or pledge under this section does not constitute a registration of transfer under sections 86 to 90.

Error in records

(7) That entries made in the records of the clearing corporation as provided in subsection (1) are not appropriate does not affect the validity or effect of the entries nor the liabilities or obligations

of the clearing corporation to any person adversely affected thereby.

(8) For the purposes of this section, if a clearing corporation or its nominee is registered in the securities register of a body corporate as the owner of a share, participation or other interest in or obligation of the body corporate, but such body corporate has not issued a security certificate in respect thereof,

Where  
security  
certificate  
not issued

- (a) the clearing corporation or its nominee shall be deemed to have custody of a security certificate in respect of such share, participation or other interest in or obligation of the body corporate; and
- (b) such security certificate shall be deemed to be registered in the name of the clearing corporation or its nominee, as the case may be. R.S.O. 1980, c. 54, s. 89, *amended*.

**86.**—(1) Where a security in registered form is presented for transfer, the issuer shall register the transfer if,

Duty of issuer  
to register  
transfer

- (a) the security is endorsed by the appropriate person;
- (b) reasonable assurance is given that that endorsement is genuine and effective;
- (c) the issuer has no duty to inquire into adverse claims or has discharged any such duty;
- (d) any applicable law of Canada or a province of Canada relating to the collection of taxes has been complied with;
- (e) the transfer is rightful or is to a *bona fide* purchaser; and
- (f) any fee referred to in subsection 54 (2) has been paid.

(2) Where an issuer has a duty to register a transfer of a security, the issuer is liable to the person presenting it for registration or his principal for loss resulting from any unreasonable delay in registration or from failure or refusal to register the transfer. R.S.O. 1980, c. 54, s. 90, *amended*.

Liability for  
undue delay

**87.**—(1) For the purpose of obtaining reasonable assurance that each necessary endorsement required by section 73 is genuine and effective, the issuer may require a guarantee of the signature of the person endorsing or, where such guarantee is lacking,

Assurances  
required by  
issuer

- (a) if the endorsement is by an agent, reasonable assurance of authority to sign;
- (b) if the endorsement is by a fiduciary or a successor on whom title or control vests on the death of the holder, appropriate evidence of appointment or incumbency;

- Sufficiency of guarantee**
- (c) if there is more than one fiduciary or successor, reasonable assurance that all who are required to sign have done so; and
  - (d) if the endorsement is by a person other than by a person mentioned in this section, assurance appropriate to the case equivalent as nearly as may be to those required by this section.
- Appropriate evidence of appointment or incumbency**
- (2) A "guarantee of the signature" in subsection (1) means a guarantee signed by or on behalf of a person reasonably believed by the issuer to be responsible, and the issuer may adopt reasonable standards with respect to responsibility.
  - (3) For the purposes of subsection (1), "appropriate evidence of appointment or incumbency" means,
    - (a) in the case of a fiduciary appointed by a court, a copy, certified in accordance with subsection 67 (7) not more than sixty days before the date the security is presented for transfer, of the order of the court;
    - (b) in the case of an estate of the deceased holder of net value less than \$3,000 or if the market value of the securities is less than \$600, proof thereof to the reasonable satisfaction of the issuer; or
    - (c) in any other case, a copy of a document showing the appointment or other evidence believed by the issuer to be appropriate.
- Where contents not notice**
- (4) An issuer is not deemed to have notice of the contents of any document obtained under subsection (3) except to the extent that the contents relate directly to appointment or incumbency.
- Notice of additional assurances**
- (5) If an issuer demands assurance additional to that specified in this section for a purpose other than that specified in subsection (3) and obtains a copy of a will, trust or partnership agreement, by-law or similar document, the issuer shall be deemed to have notice of all matters contained therein affecting the transfer. R.S.O. 1980, c. 54, s. 91, *amended*.
- Notice to issuer of adverse claim**
- 88.—(1)** An issuer to whom a security is presented for registration has a duty to inquire into adverse claims if,
- (a) written notice of an adverse claim is received at a time and in a manner that affords the issuer a reasonable opportunity to act on it before the issue of a new, reissued or reregistered security and the notice discloses the name and address of the claimant, the registered owner and the issue of which the security is a part;
  - (b) the issuer is deemed to have notice of an adverse claim from a document that is obtained under subsection 87 (5); or

(c) the issuer is given written notice by the registered owner that the security is lost, apparently destroyed or wrongfully taken.

(2) An issuer may discharge a duty of inquiry by any reasonable means, including notifying an adverse claimant by registered mail sent to the address furnished by him or, if no such address has been furnished, to his residence or regular place of business, that a security has been presented for registration of transfer by a named person, and that the transfer will be registered unless within thirty days from the date of mailing the notice either,

- (a) the issuer is served with a restraining order or other order of a court; or
- (b) the issuer is provided with an indemnity bond sufficient in the issuer's judgment to protect the issuer and any registrar, transfer agent or other agent of the issuer from any loss that may be incurred by any of them as a result of complying with the adverse claim.

(3) Unless an issuer is deemed to have notice of an adverse claim from a document that is obtained under subsection 87 (5) or has received notice of an adverse claim under subsection (1), if a security presented for registration is endorsed by the appropriate person, the issuer has no duty to inquire into adverse claims and in particular,

- (a) an issuer registering a security in the name of a person who is a fiduciary or who is described as a fiduciary is not bound to inquire into the existence, extent or correct description of the fiduciary relationship and thereafter the issuer may assume without inquiry that the newly registered owner continues to be the fiduciary until the issuer receives written notice that the fiduciary is no longer acting as such with respect to the particular security;
- (b) an issuer registering transfer on an endorsement by a fiduciary has no duty to inquire whether the transfer is made in compliance with the document or with the law of the jurisdiction governing the fiduciary relationship; and
- (c) an issuer is deemed not to have notice of the contents of any court record or any registered document even if the record or document is in the issuer's possession and even if the transfer is made on the endorsement of a fiduciary to the fiduciary himself or to his nominee.

(4) A written notice of adverse claim received by an issuer is effective for twelve months from the date when it was received unless the notice is renewed in writing. R.S.O. 1980, c. 54, s. 92, *amended*.

Discharge of duty of inquiry

Where no duty to inquire

Limitation for notice

Liability of  
issuer

**89.**—(1) Except as otherwise provided in any applicable law of Canada or any province of Canada relating to the collection of taxes, the issuer is not liable to the owner or any other person who incurs a loss as a result of the registration of a transfer of a security if,

(a) the necessary endorsements were on or with the security; and

(b) the issuer had no duty to inquire into adverse claims or had discharged any such duty.

Idem

(2) If an issuer has registered a transfer of a security to a person not entitled to it, the issuer shall deliver on demand a like security to the owner unless,

(a) subsection (1) applies;

(b) the owner is precluded by subsection 90 (1) from asserting any claim; or

(c) the delivery would result in overissue, in which case the issuer's liability is governed by section 58. R.S.O. 1980, c. 54, s. 93, amended.

Loss, etc.,  
of securities

**90.**—(1) Where a security has been lost, apparently destroyed or wrongfully taken, and the owner fails to notify the issuer of that fact by giving the issuer written notice of his adverse claim within a reasonable time after he knows of the loss, destruction or taking and if the issuer has registered a transfer of the security before receiving such notice, the owner is precluded from asserting against the issuer any claim to a new security.

Replacing  
loss, etc., of  
securities

(2) Where the owner of a security claims that the security has been lost, apparently destroyed or wrongfully taken, the issuer shall issue a new security in place of the original security if the owner,

(a) so requests before the issuer has notice that the security has been acquired by a *bona fide* purchaser;

(b) files with the issuer an indemnity bond sufficient in the issuer's opinion to protect the issuer and any transfer agent, registrar or other agent of the issuer from any loss that it or any of them may suffer by complying with the request to issue a new security; and

(c) satisfies any other reasonable requirements imposed by the issuer.

(3) If, after the issue of a new security under subsection (2), a *bona fide* purchaser of the original security presents the original security for registration of transfer, the issuer shall register the transfer unless registration would result in overissue, in which case the issuer's liability is governed by section 58.

(4) In addition to any rights on an indemnity bond, the issuer may recover a new security issued under subsection (2) from the person to whom it was issued or any person taking under him other than a *bona fide* purchaser. R.S.O. 1980, c. 54, s. 94, amended.

**91.**—(1) An authenticating trustee, transfer agent, registrar or other agent for an issuer has in respect of the issue, registration of transfer, and cancellation of a security of the issuer,

- (a) a duty to the issuer and to the holder or owner to exercise good faith and due diligence; and
- (b) the same obligations to the holder or owner of a security and the same rights, privileges and immunities as the issuer.

(2) Notice to an authenticating trustee, transfer agent, registrar or other such agent is notice to the issuer with respect to the functions performed by the agent. R.S.O. 1980, c. 54, s. 95.

Rights of *bona fide* purchaser

Rights of issuer

Duty of agents for issuer

Notice to agents for issuer

## PART VII

### SHAREHOLDERS

**92.**—(1) The shareholders of a corporation are not, as shareholders, liable for any act, default, obligation or liability of the corporation except under subsection 34 (5), subsection 108 (5) and section 242. R.S.O. 1980, c. 54, s. 102, amended.

Shareholders' liability limited

(2) The provisions of the *Corporations Act* relating to the liability of a holder of shares that are not fully paid and to the enforcement of such liability apply in respect of shares that were not fully paid,

Application of R.S.O. 1980, c. 95

- (a) on the 1st day of January, 1971, in the case of shares of a corporation that then became subject to *The Business Corporations Act*; or

R.S.O. 1970, c. 53

- (b) on the day upon which any other body corporate was continued under *The Business Corporations Act* or under this Act, in the case of shares of such other body corporate. *New.*

Place of  
meetings

**93.** Subject to the articles and any unanimous shareholder agreement, a meeting of shareholders of a corporation shall be held at such place in or outside Ontario as the directors determine or, in the absence of such a determination, at the place where the registered office of the corporation is located. R.S.O. 1980, c. 54, s. 103, *amended*.

Shareholders'  
meetings

**94.** Subject to subsection 104 (1), the directors of a corporation,

- (a) shall call an annual meeting of shareholders not later than eighteen months after the corporation comes into existence and subsequently not later than fifteen months after holding the last preceding annual meeting; and
- (b) may at any time call a special meeting of shareholders. R.S.O. 1980, c. 54, s. 105 (2), *amended*.

Date for  
determining  
shareholders

**95.—(1)** For the purpose of determining shareholders,

- (a) entitled to receive payment of a dividend;
- (b) entitled to participate in a liquidation or distribution; or
- (c) for any other purpose except the right to receive notice of or to vote at a meeting,

the directors may fix in advance a date as the record date for such determination of shareholders, but the record date shall not precede by more than fifty days the particular action to be taken.

Idem

(2) For the purpose of determining shareholders entitled to receive notice of a meeting of shareholders, the directors may fix in advance a date as the record date for such determination of shareholders, but the record date shall not precede by more than fifty days or by less than twenty-one days the date on which the meeting is to be held.

Idem

(3) Where no record date is fixed,

- (a) the record date for the determination of shareholders entitled to receive notice of a meeting of shareholders shall be,
  - (i) at the close of business on the day immediately preceding the day on which the notice is given, or
  - (ii) if no notice is given, the day on which the meeting is held; and

(b) the record date for the determination of shareholders for any purpose other than to establish a shareholder's right to receive notice of a meeting or to vote shall be at the close of business on the day on which the directors pass the resolution relating thereto.

(4) If a record date is fixed, unless notice of the record date is waived in writing by every holder of a share of the class or series affected whose name is set out in the securities register at the close of business on the day the directors fix the record date, notice thereof shall be given, not less than seven days before the date so fixed,

- (a) by advertisement in a newspaper published or distributed in the place where the corporation has its registered office and in each place in Canada where it has a transfer agent or where a transfer of its shares may be recorded; and
- (b) by written notice to each stock exchange in Canada on which the shares of the corporation are listed for trading. R.S.O. 1980, c. 54, s. 110, *amended*.

**96.**—(1) Notice of the time and place of a meeting of shareholders shall be sent, in the case of an offering corporation, not less than twenty-one days and, in the case of any other corporation, not less than ten days, but, in either case, not more than fifty days, before the meeting,

Notice of  
shareholders'  
meetings

- (a) to each shareholder entitled to vote at the meeting;
- (b) to each director; and
- (c) to the auditor of the corporation.

(2) A notice of a meeting is not required to be sent to shareholders who were not registered on the records of the corporation or its transfer agent on the record date determined under subsection 95 (2) or (3), but failure to receive a notice does not deprive a shareholder of the right to vote at the meeting.

(3) If a meeting of shareholders is adjourned for less than thirty days, it is not necessary, unless the by-laws otherwise provide, to give notice of the adjourned meeting other than by announcement at the earliest meeting that is adjourned.

(4) If a meeting of shareholders is adjourned by one or more adjournments for an aggregate of thirty days or more, notice of the adjourned meeting shall be given as for an original meeting but,

unless the meeting is adjourned by one or more adjournments for an aggregate of more than ninety days, subsection 111 (1) does not apply.

Special  
business

(5) All business transacted at a special meeting of shareholders and all business transacted at an annual meeting of shareholders, except consideration of the minutes of an earlier meeting, the financial statements and auditor's report, election of directors and reappointment of the incumbent auditor, shall be deemed to be special business.

Idem

(6) Notice of a meeting of shareholders at which special business is to be transacted shall state or be accompanied by a statement of,

- (a) the nature of that business in sufficient detail to permit the shareholder to form a reasoned judgment thereon; and
- (b) the text of any special resolution or by-law to be submitted to the meeting. R.S.O. 1980, c. 54, s. 104, *part, amended*.

Shareholders'  
meeting

**97.** Subject to this Act or the articles or by-laws of a corporation or a unanimous shareholder agreement,

- (a) all questions proposed for the consideration of the shareholders shall be determined by the majority of the votes cast and the chairman presiding at the meeting shall not have a second or casting vote in case of an equality of votes;
- (b) the chairman presiding at a meeting of shareholders may, with the consent of the meeting and subject to such conditions as the meeting decides, adjourn the meeting from time to time and from place to place subject to subsections 96 (3) and (4); and
- (c) the president or, in his absence, a vice-president who is a director shall preside as chairman at a meeting of shareholders, but, if there is no president or such a vice-president or if at a meeting none of them is present within fifteen minutes after the time appointed for the holding of the meeting, the shareholders present shall choose a person from their number to be the chairman. R.S.O. 1980, c. 54, s. 104 (1), *part, amended*.

Waiving  
notice

**98.** A shareholder and any other person entitled to attend a meeting of shareholders may in any manner and at any time waive notice of a meeting of shareholders, and attendance of any such person at a meeting of shareholders is a waiver of notice of the meeting, except where he attends a meeting for the express pur-

pose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. R.S.O. 1980, c. 54, s. 246 (4), *amended*.

**99.**—(1) A shareholder entitled to vote at a meeting of share-holders may,<sup>Proposal</sup>

- (a) submit to the corporation notice of a proposal; and
- (b) discuss at the meeting any matter in respect of which he would have been entitled to submit a proposal.

(2) Where a corporation receives notice of a proposal and the corporation solicits proxies, it shall set out the proposal in the management information circular required by section 112 or attach the proposal thereto.<sup>Circulating proposal</sup>

(3) If so requested by a shareholder giving notice of a proposal, the corporation shall include in the management information circular or attach thereto a statement by the shareholder of not more than two hundred words in support of the proposal along with the name and address of the shareholder.<sup>Statement in support of proposal</sup>

(4) A proposal may include nominations for the election of directors if the proposal is signed by one or more holders of shares representing in the aggregate not less than 5 per cent of the shares or 5 per cent of the shares of a class or series of shares of the corporation entitled to vote at the meeting to which the proposal is to be presented, but this subsection does not preclude nominations being made at a meeting of shareholders.<sup>Proposal may include nominations</sup>

(5) A corporation is not required to comply with subsections (2) and (3) where,<sup>Where subss. (2), (3) do not apply</sup>

- (a) the proposal is not submitted to the corporation at least sixty days before the anniversary date of the last annual meeting, if the matter is proposed to be raised at an annual meeting, or at least sixty days before a meeting other than the annual meeting, if the matter is proposed to be raised at a meeting other than the annual meeting;
- (b) it clearly appears that the proposal is submitted by the shareholder primarily for the purpose of enforcing a personal claim or redressing a personal grievance against the corporation or any of its directors, officers or security holders, or for a purpose that is not related in any significant way to the business or affairs of the corporation;
- (c) the corporation, at the shareholder's request, included a proposal in a management information circular relating

to a meeting of shareholders held within two years preceding the receipt of the request, and the shareholder failed to present the proposal, in person or by proxy, at the meeting; or

(d) substantially the same proposal was submitted to shareholders in a management information circular or a dissident's information circular relating to a meeting of shareholders held within two years preceding the receipt of the shareholder's request and the proposal was defeated.

Where no liability

(6) No corporation or person acting on its behalf incurs any liability by reason only of circulating a proposal or statement in compliance with this section.

Where refusal to circulate proposal

(7) Where a corporation refuses to include a proposal in a management information circular, the corporation shall, within ten days after receiving the proposal, send notice to the shareholder submitting the proposal of its intention to omit the proposal from the management information circular and send to him a statement of the reasons for the refusal.

Idem

(8) Upon the application of a shareholder aggrieved by a corporation's refusal under subsection (7), the court may restrain the holding of the meeting to which the proposal is sought to be presented and make any further order it thinks fit.

Idem

(9) The corporation or any person aggrieved by a proposal may apply to the court for an order permitting the corporation to omit the proposal from the management information circular, and the court, if it is satisfied that subsection (5) applies, may make such order as it thinks fit.

Idem

(10) An applicant under subsection (8) or (9) shall give the Director notice of the application and the Director is entitled to appear and be heard in person or by counsel.

Interpretation

(11) In this section, "proposal" means a matter that a shareholder entitled to vote proposes to raise at a meeting of shareholders. R.S.O. 1980, c. 54, s. 100, *amended*.

List of shareholders

**100.**—(1) A corporation shall prepare a list of shareholders entitled to receive notice of a meeting, arranged in alphabetical order and showing the number of shares held by each shareholder, which list shall be prepared,

- (a) if a record date is fixed under subsection 95 (2), not later than ten days after such record date; or
- (b) if no record date is fixed,

- (i) at the close of business on the day immediately preceding the day on which notice is given, or
  - (ii) where no notice is given, on the day on which the meeting is held.
- (2) Where a corporation fixes a record date under subsection 95 (2), a person named in the list prepared under clause (1) (a) is entitled to vote the shares shown opposite his name at the meeting to which the list relates, except to the extent that,

- (a) the person has transferred any of his shares after the record date; and
- (b) the transferee of those shares,

- (i) produces properly endorsed share certificates, or
- (ii) otherwise establishes that he owns the shares,

and demands, not later than ten days before the meeting, or such shorter period before the meeting as the by-laws of the corporation may provide, that his name be included in the list before the meeting,

in which case the transferee is entitled to vote his shares at the meeting.

- (3) Where a corporation does not fix a record date under subsection 95 (2), a person named in a list prepared under clause (1) (b) is entitled to vote the shares shown opposite his name at the meeting to which the list relates, except to the extent that,

- (a) the person has transferred any of his shares after the date on which a list referred to in subclause (1) (b) (i) is prepared; and
- (b) the transferee of those shares,

- (i) produces properly endorsed share certificates, or
- (ii) otherwise establishes that he owns the shares,

and demands not later than ten days before the meeting, or such shorter period before the meeting as the by-laws of the corporation may provide, that his name be included in the list before the meeting,

in which case the transferee is entitled to vote his shares at the meeting.

Examination  
of list

(4) A shareholder may examine the list of shareholders,

(a) during usual business hours at the registered office of the corporation or at the place where its central securities register is maintained; and

(b) at the meeting of shareholders for which the list was prepared. *New.*

## Quorum

**101.**—(1) Unless the by-laws otherwise provide, the holders of a majority of the shares entitled to vote at a meeting of shareholders, whether present in person or represented by proxy, constitute a quorum.

## Idem

(2) If a quorum is present at the opening of a meeting of shareholders, the shareholders present may, unless the by-laws otherwise provide, proceed with the business of the meeting notwithstanding that a quorum is not present throughout the meeting.

## Idem

(3) If a quorum is not present at the time appointed for a meeting of shareholders, or within such reasonable time thereafter as the shareholders present may determine, the shareholders present may adjourn the meeting to a fixed time and place but may not transact any other business.

Where only one  
shareholder

(4) If a corporation has only one shareholder, or only one holder of any class or series of shares, the shareholder present in person or by proxy constitutes a meeting. *New.*

## Voting rights

**102.**—(1) Unless the articles otherwise provide, each share of a corporation entitles the holder thereof to one vote at a meeting of shareholders.

## Representative

(2) Where a body corporate or association is a shareholder of a corporation, the corporation shall recognize any individual authorized by a resolution of the directors or governing body of the body corporate or association to represent it at meetings of shareholders of the corporation. R.S.O. 1980, c. 54, s. 110 (2), *amended.*

## Idem

(3) An individual authorized as set out in subsection (2) may exercise on behalf of the body corporate or association he represents all the powers it could exercise if it were an individual shareholder. R.S.O. 1980, c. 54, s. 111 (1), *amended.*

Joint  
shareholders

(4) Unless the by-laws otherwise provide, where two or more persons hold shares jointly, one of those holders present at a meeting of shareholders may in the absence of the others vote the shares, but if two or more of those persons are present, in person or by proxy, they shall vote as one on the shares jointly held by them. R.S.O. 1980, c. 54, s. 112, *amended.*

**103.**—(1) Unless the by-laws otherwise provide, voting at a meeting of shareholders shall be by show of hands, except where a ballot is demanded by a shareholder or proxyholder entitled to vote at the meeting. Manner of voting

(2) A shareholder or proxyholder may demand a ballot either <sup>Idem</sup> before or after any vote by show of hands.

(3) Unless a ballot is demanded, an entry in the minutes of a meeting of shareholders to the effect that the chairman declared a motion to be carried is admissible in evidence as *prima facie* proof of the fact without proof of the number or proportion of the votes recorded in favour of or against the motion. *New.* Entry in minutes

**104.**—(1) Except where a written statement is submitted by a director under subsection 123 (2) or where representations in writing are submitted by an auditor under subsection 149 (6), Resolution in lieu of meeting

- (a) a resolution in writing signed by all the shareholders entitled to vote on that resolution at a meeting of shareholders is as valid as if it had been passed at a meeting of the shareholders; and
- (b) a resolution in writing dealing with all matters required by this Act to be dealt with at a meeting of shareholders, and signed by all the shareholders entitled to vote at that meeting, satisfies all the requirements of this Act relating to that meeting of shareholders.

(2) A copy of every resolution referred to in subsection (1) shall be kept with the minutes of the meetings of shareholders. Copy of resolution kept with minutes  
R.S.O. 1980, c. 54, s. 22 (1, 2), *amended.*

**105.**—(1) The holders of not less than 5 per cent of the issued shares of a corporation that carry the right to vote at a meeting sought to be held may requisition the directors to call a meeting of shareholders for the purposes stated in the requisition. Requisition for shareholders meeting

(2) The requisition referred to in subsection (1) shall state the business to be transacted at the meeting and shall be sent to the registered office of the corporation. Idem

(3) Upon receiving the requisition referred to in subsection (1), the directors shall call a meeting of shareholders to transact the business stated in the requisition unless, Duty of directors to call meeting

- (a) a record date has been fixed under subsection 95 (2) and notice thereof has been given under subsection 95 (4);

- |  |   |
|--|---|
| <p>Where<br/>requisitionist<br/>may call<br/>meeting</p> <p>Calling of<br/>meeting</p> <p>Repayment of<br/>expenses</p> <p>Requisition by<br/>court</p> <p>Power of court</p> <p>Effect of<br/>meeting</p> <p>Application to<br/>court</p> <p>Idem</p> | <p>(b) the directors have called a meeting of shareholders and have given notice thereof under section 96; or</p> <p>(c) the business of the meeting as stated in the requisition includes matters described in clauses 99 (5) (b) to (d).</p> <p>(4) Subject to subsection (3), if the directors do not within twenty-one days after receiving the requisition referred to in subsection (1) call a meeting, any shareholder who signed the requisition may call the meeting.</p> <p>(5) A meeting called under this section shall be called as nearly as possible in the manner in which meetings are to be called under the by-laws, this Part and Part VIII.</p> <p>(6) The corporation shall reimburse the shareholders for the expenses reasonably incurred by them in requisitioning, calling and holding the meeting unless the shareholders have not acted in good faith and in the interest of the shareholders of the corporation generally. R.S.O. 1980, c. 54, s. 107, <i>amended</i>.</p> <p><b>106.</b>—(1) If for any reason it is impracticable to call a meeting of shareholders of a corporation in the manner in which meetings of those shareholders may be called or to conduct the meeting in the manner prescribed by the by-laws, the articles and this Act, or if for any other reason the court thinks fit, the court, upon the application of a director or a shareholder entitled to vote at the meeting, may order a meeting to be called, held and conducted in such manner as the court directs and upon such terms as to security for the costs of holding the meeting or otherwise as the court deems fit.</p> <p>(2) Without restricting the generality of subsection (1), the court may order that the quorum required by the by-laws, the articles or this Act be varied or dispensed with at a meeting called, held and conducted under this section.</p> <p>(3) A meeting called, held and conducted under this section is for all purposes a meeting of shareholders of the corporation duly called, held and conducted. R.S.O. 1980, c. 54, ss. 108, 109, <i>amended</i>.</p> <p><b>107.</b>—(1) A corporation, shareholder or director may apply to the court to determine any controversy with respect to an election or appointment of a director or auditor of the corporation.</p> <p>(2) Upon an application under this section, the court may make any order it thinks fit including, without limiting the generality of the foregoing,</p> |
|--|---|

- (a) an order restraining a director or auditor whose election or appointment is challenged from acting pending determination of the dispute;
- (b) an order declaring the result of the disputed election or appointment;
- (c) an order requiring a new election or appointment and including in the order directions for the management of the business and affairs of the corporation until a new election is held or appointment made; and
- (d) an order determining the voting rights of shareholders and of persons claiming to own shares. *New.*

**108.**—(1) A written agreement between two or more shareholders may provide that in exercising voting rights the shares held by them shall be voted as therein provided. <sup>Agreement between shareholders</sup>

(2) A written agreement among all the shareholders of a corporation or among all the shareholders and one or more persons who are not shareholders may restrict in whole or in part the powers of the directors to manage or supervise the management of the business and affairs of the corporation. <sup>Idem</sup>

(3) Where a person who is the beneficial owner of all the issued shares of a corporation makes a written declaration that restricts in whole or in part the powers of the directors to manage or supervise the management of the business and affairs of a corporation, the declaration shall be deemed to be a unanimous shareholder agreement. <sup>Unanimous shareholder agreement</sup>

(4) Subject to subsection 56 (3), a transferee of shares subject to a unanimous shareholder agreement shall be deemed to be a party to the agreement. <sup>Party to unanimous shareholder agreement</sup>

(5) A shareholder who is a party to a unanimous shareholder agreement has all the rights, powers, duties and liabilities of a director of the corporation, whether arising under this Act or otherwise, to which the agreement relates to the extent that the agreement restricts the discretion or powers of the directors to manage or supervise the management of the business and affairs of the corporation and the directors are thereby relieved of their duties and liabilities, including any liabilities under section 131, to the same extent. <sup>Where shareholder has power, etc., of director</sup>

(6) A unanimous shareholder agreement may, without restricting the generality of subsection (2), provide that, <sup>Matters that a unanimous shareholder agreement may provide</sup>

- (a) any amendment of the unanimous shareholder agreement may be effected in the manner specified therein; and
- (b) in the event that shareholders who are parties to the unanimous shareholder agreement are unable to agree on or resolve any matter pertaining to the agreement, the matter may be referred to arbitration under such procedures and conditions as are specified in the unanimous shareholder agreement. *New.*

## PART VIII

### PROXIES

Interpretation

#### **109.** In this Part,

- (a) "dissident's information circular" means the circular referred to in clause 112 (1) (b);
- (b) "form of proxy" means a written or printed form that, upon completion and execution by or on behalf of a shareholder, becomes a proxy;
- (c) "management information circular" means the circular referred to in clause 112 (1) (a);
- (d) "proxy" means a completed and executed form of proxy by means of which a shareholder has appointed a proxyholder to attend and act on his behalf at a meeting of shareholders;
- (e) "solicit" and "solicitation" include,
  - (i) a request for a proxy whether or not accompanied by or included in a form of proxy,
  - (ii) a request to execute or not to execute a form of proxy or to revoke a proxy,
  - (iii) the sending of a form of proxy or other communication to a shareholder under circumstances reasonably calculated to result in the procurement, withholding or revocation of a proxy, and
  - (iv) the sending of a form of proxy to a shareholder under section 111,

but do not include,

- (v) the sending of a form of proxy in response to an unsolicited request made by or on behalf of a shareholder,
  - (vi) the performance of administrative acts or professional services on behalf of a person soliciting a proxy,
  - (vii) the sending of material under section 48 of the *Securities Act*,
  - (viii) a solicitation by a person in respect of shares of which he is the beneficial owner;
- (f) "solicitation by or on behalf of the management of a corporation" means a solicitation by any person under a resolution or the instructions of the directors of that corporation or a committee of such directors. R.S.O. 1980, c. 54, s. 113, *amended*.

R.S.O. 1980,  
c. 466

**110.**—(1) Every shareholder entitled to vote at a meeting of shareholders may by means of a proxy appoint a proxyholder or one or more alternate proxyholders, who need not be shareholders, as his nominee to attend and act at the meeting in the manner, to the extent and with the authority conferred by the proxy. Proxies

(2) A proxy shall be executed by the shareholder or his attorney authorized in writing or, if the shareholder is a body corporate, by an officer or attorney thereof duly authorized and, in the case of a proxy appointing a proxyholder to attend and act at a meeting or meetings of shareholders of an offering corporation, ceases to be valid one year from its date. Execution and termination

(3) Every form of proxy shall comply with the regulations. Form of proxy

(4) A shareholder may revoke a proxy, Revocation

(a) by depositing an instrument in writing executed by him or by his attorney authorized in writing,

(i) at the registered office of the corporation at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof, at which the proxy is to be used, or

(ii) with the chairman of the meeting on the day of the meeting or an adjournment thereof; or

(b) in any other manner permitted by law.

Time limit  
for deposit

(5) The directors may by resolution fix a time not exceeding forty-eight hours, excluding Saturdays and holidays, preceding any meeting or adjourned meeting of shareholders before which time proxies to be used at that meeting must be deposited with the corporation or an agent thereof, and any period of time so fixed shall be specified in the notice calling the meeting. R.S.O. 1980, c. 54, s. 114, *amended*.

Mandatory  
solicitation of  
proxy

**111.** The management of an offering corporation shall, concurrently with or prior to sending notice of a meeting of shareholders, send a form of proxy to each shareholder who is entitled to receive notice of the meeting. R.S.O. 1980, c. 54, s. 115, *amended*.

Information  
circular

**112.**—(1) No person shall solicit proxies in respect of an offering corporation unless,

- (a) in the case of solicitation by or on behalf of the management of the corporation, a management information circular in prescribed form, either as an appendix to or as a separate document accompanying the notice of the meeting; or
- (b) in the case of any other solicitation, a dissident's information circular in prescribed form,

is sent to the auditor of the corporation, to each shareholder whose proxy is solicited and, if clause (b) applies, to the corporation.

Filing copy

(2) A person, upon sending a management or dissident's information circular, shall concurrently file with the Commission,

- (a) in the case of a management information circular, a copy thereof together with a copy of the notice of meeting, form of proxy and of any other documents for use in connection with the meeting; and
- (b) in the case of a dissident's information circular, a copy thereof together with a copy of the form of proxy and of any other documents for use in connection with the meeting. R.S.O. 1980, c. 54, s. 116, *amended*.

Exemption  
order  
re ss. 111,  
112

**113.** Upon the application of any interested person, the Commission may, if satisfied in the circumstances of the particular case that there is adequate justification for so doing, make an order, on such terms and conditions as the Commission may impose, exempting, in whole or in part, any person from the

requirements of section 111 or from the requirements of section 112. R.S.O. 1980, c. 54, s. 117 (2), *amended*.

**114.**—(1) A person who solicits a proxy and is appointed proxyholder shall attend in person or cause an alternate proxyholder to attend the meeting in respect of which the proxy is given and comply with the directions of the shareholder who appointed him.

(2) A proxyholder or an alternate proxyholder has the same rights as the shareholder who appointed him to speak at a meeting of shareholders in respect of any matter, to vote by way of ballot at the meeting and, except where a proxyholder or an alternate proxyholder has conflicting instructions from more than one shareholder, to vote at such a meeting in respect of any matter by way of a show of hands.

(3) Notwithstanding subsections (1) and (2), where the chairman of a meeting of shareholders declares to the meeting that, to the best of his belief, if a ballot is conducted, the total number of votes attached to the shares represented at the meeting by proxy required to be voted against what will be the decision of the meeting in relation to any matter or group of matters is less than 5 per cent of all the votes that might be cast at the meeting on such ballot, and where a shareholder, proxyholder or alternate proxyholder does not demand a ballot,

- (a) the chairman may conduct the vote in respect of that matter or group of matters by a show of hands; and
- (b) a proxyholder or alternate proxyholder may vote in respect of that matter or group of matters by a show of hands. *New.*

## PART IX

### DIRECTORS AND OFFICERS

**115.**—(1) Subject to any unanimous shareholder agreement, Duties the directors shall manage or supervise the management of the business and affairs of a corporation. R.S.O. 1980, c. 54, s. 130, *amended*.

(2) The board of directors shall consist of,

Board of  
directors

- (a) in the case of a corporation that is not an offering corporation, at least one individual; and
- (b) in the case of a corporation that is an offering corporation, not fewer than three individuals.

(3) At least one-third of the directors of an offering corporation Idem shall not be officers or employees of the corporation or any of its affiliates. R.S.O. 1980, c. 54, s. 120 (2), *amended*.

By-laws by resolution	<b>116.</b> —(1) Unless the articles, the by-laws or a unanimous shareholder agreement otherwise provide, the directors may, by resolution, make, amend or repeal any by-laws that regulate the business or affairs of a corporation.
Confirmation by shareholders	(2) Where the directors make, amend or repeal a by-law under subsection (1), they shall submit the by-law, amendment or repeal to the shareholders at the next meeting of shareholders, and the shareholders may confirm, reject or amend the by-law, amendment or repeal.
Effective date	(3) Where a by-law is made, amended or repealed under subsection (1), the by-law, amendment or repeal is effective from the date of the resolution of the directors until it is confirmed, confirmed as amended or rejected by the shareholders under subsection (2) or until it ceases to be effective under subsection (4) and, where the by-law is confirmed or confirmed as amended, it continues in effect in the form in which it was so confirmed.
Rejection, etc.	(4) If a by-law or an amendment or repeal of a by-law is rejected by the shareholders, or if the directors do not submit the by-law, amendment or repeal to the shareholders as required under subsection (2), the by-law, amendment or repeal ceases to be effective on the date of such rejection or on the date of the meeting of shareholders at which it should have been submitted, as the case may be, and no subsequent resolution of the directors to make, amend or repeal a by-law having substantially the same purpose or effect is effective until it is confirmed or confirmed as amended by the shareholders.
By-law re shareholder proposal	(5) If a shareholder proposal to make, amend or repeal a by-law is made in accordance with section 99 and is adopted by shareholders at a meeting, the by-law, amendment or repeal is effective from the date of its adoption and requires no further confirmation.
By-law need not be so described	(6) A by-law need not be described as a by-law in a resolution referred to in this section. R.S.O. 1980, c. 54, s. 20, <i>amended</i> .
First directors meeting	<b>117.</b> —(1) After incorporation, a meeting of the directors of a corporation shall be held at which the directors may, <ul style="list-style-type: none"> <li>(a) make by-laws;</li> <li>(b) adopt forms of security certificates and corporate records;</li> <li>(c) authorize the issue of securities;</li> </ul>

- (d) appoint officers;
- (e) appoint one or more auditors to hold office until the first annual or special meeting of shareholders;
- (f) make banking arrangements; and
- (g) transact any other business.

(2) Any matter referred to in subsection (1) may be dealt with by the directors by a resolution in writing in accordance with subsection 129 (1). Resolution in writing

(3) Subsection (1) does not apply to a body corporate that is an amalgamated corporation under section 177 or that is continued under section 179. Where subs. (1) does not apply

(4) An incorporator or a director may call the meeting of directors referred to in subsection (1) by giving not less than five days notice thereof to each director, stating the time and place of the meeting. *New.* Calling meeting

**118.**—(1) The following persons are disqualified from being a director of a corporation: Director disqualification

1. A person who is less than eighteen years of age.
2. A person who is of unsound mind and has been so found by a court in Canada or elsewhere.
3. A person who is not an individual.
4. A person who has the status of bankrupt. R.S.O. 1980, c. 54, s. 123, *part, amended.*

(2) Unless the articles otherwise provide, a director of a corporation is not required to hold shares issued by the corporation. *New.* Holding shares

(3) A majority of the directors of every corporation other than a non-resident corporation shall be resident Canadians but where a corporation has only one or two directors, that director or one of the two directors, as the case may be, shall be a resident Canadian. R.S.O. 1980, c. 54, s. 120 (3), *amended.* Directors to be resident Canadians

**119.**—(1) Each director named in the articles shall hold office from the date of endorsement of the certificate of incorporation until the first meeting of shareholders. First directors

(2) No director named in the articles shall be permitted to resign his office unless at the time the resignation is to become effective a successor is elected or appointed. Idem

Idem	(3) The first directors of a corporation named in the articles have all the powers and duties and are subject to all the liabilities of directors.
Election of directors	(4) Subject to clause 120 (a), shareholders of a corporation shall elect, at the first meeting of shareholders and at each succeeding annual meeting at which an election of directors is required, directors to hold office for a term expiring not later than the close of the third annual meeting of shareholders following the election.
Term for directors	(5) It is not necessary that all directors elected at a meeting of shareholders hold office for the same term.
Idem	(6) A director not elected for an expressly stated term ceases to hold office at the close of the first annual meeting of shareholders following his election.
Idem	(7) Notwithstanding the provisions of this section, if directors are not elected at a meeting of shareholders the incumbent directors continue in office until their successors are elected.
Failure to elect required number of directors	(8) If a meeting of shareholders fails to elect the number of directors required by the articles or by section 125 by reason of the disqualification, incapacity or death of one or more candidates, the directors elected at that meeting, if they constitute a quorum, may exercise all the powers of the directors of the corporation pending the holding of a meeting of shareholders in accordance with subsection 124 (3). R.S.O. 1980, c. 54, ss. 121, 124, <i>amended</i> .
Cumulative voting for directors	<p><b>120.</b> Where the articles provide for cumulative voting,</p> <ul style="list-style-type: none"> <li>(a) each shareholder entitled to vote at an election of directors has the right to cast a number of votes equal to the number of votes attached to the shares held by him multiplied by the number of directors to be elected, and he may cast all such votes in favour of one candidate or distribute them among the candidates in any manner;</li> <li>(b) a separate vote of shareholders shall be taken with respect to each candidate nominated for director unless a resolution is passed unanimously permitting two or more persons to be elected by a single resolution;</li> <li>(c) if a shareholder has voted for more than one candidate without specifying the distribution of his votes among the candidates, he is deemed to have distributed his votes equally among the candidates for whom he voted;</li> </ul>

- (d) if the number of candidates nominated for director exceeds the number of positions to be filled, the candidates who receive the least number of votes shall be eliminated until the number of candidates remaining equals the number of positions to be filled;
- (e) each director ceases to hold office at the close of the first annual meeting of shareholders following his election;
- (f) a director may not be removed from office if the votes cast against his removal would be sufficient to elect him and such votes could be voted cumulatively at an election at which the same total number of votes were cast and the number of directors required by the articles were then being elected;
- (g) the number of directors required by the articles may not be decreased if the votes cast against the motion to decrease would be sufficient to elect a director and such votes could be voted cumulatively at an election at which the same total number of votes were cast and the number of directors required by the articles were then being elected; and
- (h) the articles shall require a fixed number and not a minimum and maximum number of directors. R.S.O. 1980, c. 54, ss. 125, 138, *amended.*

**121.**—(1) A director of a corporation ceases to hold office when,<sup>When director ceases to hold office</sup>

- (a) he dies or, subject to subsection 119 (2), resigns;
- (b) he is removed in accordance with section 122; or
- (c) he becomes disqualified under subsection 118 (1).

(2) A resignation of a director becomes effective at the time a<sup>Idem</sup> written resignation is received by the corporation or at the time specified in the resignation, whichever is later. *New.*

**122.**—(1) Subject to clause 120 (f) the shareholders of a<sup>Removal of</sup> corporation may by ordinary resolution at an annual or special meeting remove any director or directors from office.

(2) Where the holders of any class or series of shares of a<sup>Idem</sup> corporation have an exclusive right to elect one or more directors, a director so elected may only be removed by an ordinary resolution at a meeting of the shareholders of that class or series.

**Idem** (3) Subject to clauses 120 (a) to (d), a vacancy created by the removal of a director may be filled at the meeting of the shareholders at which the director is removed or, if not so filled, may be filled under section 124. R.S.O. 1980, c. 54, s. 138, amended.

**Entitlement of director** **123.**—(1) A director of a corporation is entitled to receive notice of and to attend and be heard at every meeting of shareholders.

**Idem** (2) A director who,  
 (a) resigns;  
 (b) receives a notice or otherwise learns of a meeting of shareholders called for the purpose of removing him from office; or  
 (c) receives a notice or otherwise learns of a meeting of directors or shareholders at which another person is to be appointed or elected to fill the office of director, whether because of the resignation or removal of the director or because his term of office has expired or is about to expire,

is entitled to submit to the corporation a written statement giving the reasons for his resignation or the reasons why he opposes any proposed action or resolution, as the case may be.

**Distribution of statement** (3) Upon receiving a statement under subsection (2), a corporation shall forthwith send a copy of the statement to every shareholder entitled to receive notice of meetings of shareholders and to the Director unless the statement is included in or attached to a management information circular required by section 112.

**No liability** (4) No corporation or person acting on its behalf incurs any liability by reason only of circulating a director's statement in compliance with subsection (3). *New.*

**Vacancies** **124.**—(1) Notwithstanding subsection 126 (6), but subject to subsections (2), (4) and (5) of this section, a quorum of directors may fill a vacancy among the directors, except a vacancy resulting from,

(a) an increase in the number of directors otherwise than in accordance with subsection (2), or in the maximum number of directors, as the case may be; or  
 (b) a failure to elect the number of directors required to be elected at any meeting of shareholders.

**Appointment of directors subsequent to annual meeting** (2) Where a special resolution passed under subsection 125 (2) empowers the directors of a corporation the articles of which

provide for a minimum and maximum number of directors to determine the number of directors, the directors may not, between meetings of shareholders, appoint an additional director if, after such appointment, the total number of directors would be greater than one and one-third times the number of directors required to have been elected at the last annual meeting of shareholders.

(3) If there is not a quorum of directors, or if there has been a failure to elect the number of directors required by the articles or by section 125, the directors then in office shall forthwith call a special meeting of shareholders to fill the vacancy and, if they fail to call a meeting or if there are no directors then in office, the meeting may be called by any shareholder.

Election of  
directors to  
make quorum

(4) Where the holders of any class or series of shares of a corporation have an exclusive right to elect one or more directors and a vacancy occurs among those directors,

Where elected  
by class of  
shareholders

- (a) subject to subsection (5), the remaining directors elected by that class or series may fill the vacancy except a vacancy resulting from an increase in the number of directors for that class or series or from a failure to elect the number of directors for that class or series; or
- (b) if there are no such remaining directors, any holder of shares of that class or series may call a meeting of the holders thereof for the purpose of filling the vacancy.

(5) The articles may provide that a vacancy among the directors shall only be filled by a vote of the shareholders, or by a vote of the holders of any class or series of shares having an exclusive right to elect one or more directors if the vacancy occurs among the directors elected by that class or series.

Idem. where  
no quorum

(6) A director appointed or elected to fill a vacancy holds term office for the unexpired term of his predecessor. R.S.O. 1980, c. 54, s. 128, *amended*.

**125.**—(1) A corporation may increase or decrease the number, or the minimum or maximum number, of its directors in accordance with clause 167 (1) (m), but no decrease in the number of directors shall shorten the term of an incumbent director.

Change in  
number of  
directors

(2) Where a minimum and maximum number of directors of a corporation is provided for in its articles, the number of directors of the corporation and the number of directors to be elected at the annual meeting of the shareholders shall be such number as shall be determined from time to time by special resolution or, if the

Number of  
directors

special resolution empowers the directors to determine the number, by resolution of the directors.

Filing of  
special  
resolution

(3) The corporation shall file with the Director a certified copy of a special resolution or resolution of the directors, as the case may be, referred to in subsection (2), within ten days after it is passed.

Validity

(4) Failure to comply with subsection (3) does not affect the validity of a special resolution or resolution of the directors therein referred to. R.S.O. 1980, c. 54, s. 122, *amended*.

Place of  
meetings

**126.**—(1) Subject to subsection (2), a meeting of the board of directors shall be held at the place where the registered office of the corporation is located.

Exceptions

(2) Where the by-laws of the corporation so provide, a meeting of the board of directors may be held at any place within or outside Ontario, but, except where the corporation is a non-resident corporation or the articles or the by-laws otherwise provide, in any financial year of the corporation a majority of the meetings of the board of directors shall be held at a place within Canada.

Quorum

(3) Subject to the articles or by-laws and subsection (4), a majority of the number of directors or minimum number of directors required by the articles constitutes a quorum at any meeting of directors, but in no case shall a quorum be less than two-fifths of the number of directors or minimum number of directors, as the case may be.

Idem

(4) Where a corporation has fewer than three directors, both directors of the corporation must be present at any meeting of directors to constitute a quorum.

Idem

(5) Subject to the articles or by-laws, where there is a vacancy or vacancies in the board of directors, the remaining directors may exercise all the powers of the board so long as a quorum of the board remains in office.

Transacting  
business

(6) Directors, other than directors of a non-resident corporation, shall not transact business at a meeting of directors unless a majority of directors present are resident Canadians.

Idem

(7) Notwithstanding subsection (6), directors may transact business at a meeting of directors where a majority of resident Canadian directors is not present if,

- (a) a resident Canadian director who is unable to be present approves in writing or by telephone or other communications facilities the business transacted at the meeting; and

(b) a majority of resident Canadian directors would have been present had that director been present at the meeting.

(8) In addition to any other provision in the articles or by-laws of a corporation for calling meetings of directors, a quorum of the directors may, at any time, call a meeting of the directors for the transaction of any business the general nature of which is specified in the notice calling the meeting. Calling meeting of directors

(9) In the absence of any other provision in that behalf in the by-laws of the corporation, notice of the time and place for the holding of the meeting called under subsection (8) shall be given to every director of the corporation by sending the notice ten days or more before the date of the meeting to his latest address as shown on the records of the corporation. Notice

(10) A director may in any manner and at any time waive a notice of a meeting of directors and attendance of a director at a meeting of directors is a waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. Waiver of notice

(11) Notice of an adjourned meeting of directors is not required to be given if the time and place of the adjourned meeting is announced at the original meeting. Adjourned meeting

(12) Where a corporation has only one director, that director may constitute a meeting. Where one director

(13) Unless the by-laws otherwise provide, if all the directors of a corporation present at or participating in the meeting consent, a meeting of directors or of a committee of directors may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a director participating in such a meeting by such means is deemed for the purposes of this Act to be present at that meeting. Meeting by telephone, etc.

(14) If a majority of the directors participating in a meeting held under subsection (13) are then in Canada, the meeting shall be deemed to have been held in Canada. R.S.O. 1980, c. 54, s. 129, *amended*. Place of meeting by telephone

**127.**—(1) Subject to the articles or by-laws, directors of a corporation may appoint from their number a managing director, Delegation by directors

who is a resident Canadian, or a committee of directors and delegate to such managing director or committee any of the powers of the directors.

**Idem** (2) If the directors of a corporation other than a non-resident corporation, appoint a committee of directors, a majority of the members of the committee shall be resident Canadians.

**Limitations  
on authority** (3) Notwithstanding subsection (1), no managing director and no committee of directors has authority to,

(a) submit to the shareholders any question or matter requiring the approval of the shareholders;

(b) fill a vacancy among the directors or in the office of auditor or appoint or remove any of the chief executive officer, however designated, the chief financial officer, however designated, the chairman or the president of the corporation;

(c) subject to section 183, issue securities except in the manner and on the terms authorized by the directors;

(d) declare dividends;

(e) purchase, redeem or otherwise acquire shares issued by the corporation;

(f) pay a commission referred to in section 37;

(g) approve a management information circular referred to in Part VIII;

(h) approve a take-over bid circular, directors' circular, or issuer bid circular referred to in Part XIX of the *Securities Act*;

(i) approve any financial statements referred to in clause 153 (1) (b) of the Act and Part XVII of the *Securities Act*; or

(j) adopt, amend or repeal by-laws. R.S.O. 1980, c. 54, s. 131, *amended*.

**Validity of acts  
of directors and  
officers**

**128.** An act done by a director or by an officer is not invalid by reason only of any defect that is thereafter discovered in his appointment, election or qualification. R.S.O. 1980, c. 54, s. 143.

**129.**—(1) A resolution in writing, signed by all the directors Resolutions in writing entitled to vote on that resolution at a meeting of directors or a committee of directors, is as valid as if it had been passed at a meeting of directors or a committee of directors. R.S.O. 1980, c. 54, s. 22 (1), *amended*.

(2) A copy of every resolution passed under subsection (1) shall Copy to be kept be kept with the minutes of the proceedings of the directors or committee of directors. *New*.

**130.**—(1) Directors of a corporation who vote for or consent to a resolution authorizing the issue of a share for a consideration other than money contrary to section 23 are jointly and severally liable to the corporation to make good any amount by which the consideration received is less than the fair equivalent of the money that the corporation would have received if the share had been issued for money on the date of the resolution. *New*. Liability of directors

(2) Directors of a corporation who vote for or consent to a <sup>Idem</sup> resolution authorizing,

- (a) any financial assistance contrary to section 20;
- (b) a purchase, redemption or other acquisition of shares contrary to section 30, 31 or 32;
- (c) a commission contrary to section 37;
- (d) a payment of a dividend contrary to section 38;
- (e) a payment of an indemnity contrary to section 136; or
- (f) a payment to a shareholder contrary to section 184 or 247,

are jointly and severally liable to restore to the corporation any amounts so distributed or paid and not otherwise recovered by the corporation.

(3) A director who has satisfied a judgment rendered under this section is entitled to contribution from the other directors who voted for or consented to the unlawful act upon which the judgment was founded. Joint liability

(4) A director liable under subsection (2) is entitled to apply to the court for an order compelling a shareholder or other recipient to pay or deliver to the director any money or property that was paid or distributed to the shareholder or other recipient contrary to section 20, 30, 31, 32, 37, 38, 136, 184 or 247. Application to court

- |   |   |
|---|---|
| What court may order                        | (5) In connection with an application under subsection (4), the court may, if it is satisfied that it is equitable to do so, <ul style="list-style-type: none"> <li>(a) order a shareholder or other recipient to pay or deliver to a director any money or property that was paid or distributed to the shareholder or other recipient contrary to section 20, 30, 31, 32, 37, 38, 136, 184 or 247;</li> <li>(b) order a corporation to return or issue shares to a person from whom the corporation has purchased, redeemed or otherwise acquired shares; or</li> <li>(c) make any further order it thinks fit.</li> </ul>  |
| Exception to subs. (1)                      | (6) A director is not liable under subsection (1) if he proves that he did not know and could not reasonably have known that the share was issued for a consideration less than the fair equivalent of the money that the corporation would have received if the share had been issued for money.   |
| Time limitation                             | (7) An action to enforce a liability imposed by this section may not be commenced after two years from the date of the resolution authorizing the action complained of. R.S.O. 1980, c. 54, ss. 133, 134, 144, <i>amended</i> .   |
| Directors' liability to employees for wages | <b>131.</b> —(1) The directors of a corporation are jointly and severally liable to the employees of the corporation for all debts not exceeding six months' wages that become payable while they are directors for services performed for the corporation and for the vacation pay accrued while they are directors for not more than twelve months under the <i>Employment Standards Act</i> , and the regulations thereunder, or under any collective agreement made by the corporation.   |
| R.S.O. 1980, c. 137                         |   |
| Limitation                                  | (2) A director is liable under subsection (1) only if, <ul style="list-style-type: none"> <li>(a) he is sued while he is a director or within six months after he ceases to be a director; and</li> <li>(b) the action against the director is commenced within six months after the debts became payable, and           <ul style="list-style-type: none"> <li>(i) the corporation is sued in the action against the director and execution against the corporation is returned unsatisfied in whole or in part, or</li> <li>(ii) before or after the action is commenced the corporation goes into liquidation, is ordered to be wound up or makes an authorized assignment under the <i>Bankruptcy Act</i> (Canada), or a receiving order under the <i>Bankruptcy Act</i> (Canada) is made against it, and in any such case, the claim for the debts is proved.</li> </ul> </li> </ul> |
| R.S.C. 1970, c. B-4                         |   |

(3) Where execution referred to in clause (2) (b) has issued, the <sup>Idem</sup> amount recoverable from a director is the amount remaining unsatisfied after execution.

(4) Where a director pays a debt under subsection (1) that is proved in liquidation and dissolution or bankruptcy proceedings, he is entitled to any preference that the employee would have been entitled to, and where a judgment has been obtained he is entitled to an assignment of the judgment. <sup>Rights of director who pays debt</sup>

(5) A director who has satisfied a claim under this section is entitled to contribution from the other directors who were liable for the claim. <sup>Idem</sup> R.S.O. 1980, c. 54, s. 137, *amended*.

**132.**—(1) A director or officer of a corporation who,

Disclosure:  
conflict of  
interest

- (a) is a party to a material contract or transaction or proposed material contract or transaction with the corporation; or
- (b) is a director or an officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the corporation,

shall disclose in writing to the corporation or request to have entered in the minutes of meetings of directors the nature and extent of his interest.

(2) The disclosure required by subsection (1) shall be made, in <sup>by director</sup> the case of a director,

- (a) at the meeting at which a proposed contract or transaction is first considered;
- (b) if the director was not then interested in a proposed contract or transaction, at the first meeting after he becomes so interested;
- (c) if the director becomes interested after a contract is made or a transaction is entered into, at the first meeting after he becomes so interested; or
- (d) if a person who is interested in a contract or transaction later becomes a director, at the first meeting after he becomes a director.

by officer

(3) The disclosure required by subsection (1) shall be made, in the case of an officer who is not a director,

- (a) forthwith after he becomes aware that the contract or transaction or proposed contract or transaction is to be considered or has been considered at a meeting of directors;
- (b) if the officer becomes interested after a contract is made or a transaction is entered into, forthwith after he becomes so interested; or
- (c) if a person who is interested in a contract or transaction later becomes an officer, forthwith after he becomes an officer.

Where  
contract or  
transaction  
does not  
require  
approval

(4) Notwithstanding subsections (2) and (3), where subsection (1) applies to a director or officer in respect of a material contract or transaction or proposed material contract or transaction that, in the ordinary course of the corporation's business, would not require approval by the directors or shareholders, the director or officer shall disclose in writing to the corporation or request to have entered in the minutes of meetings of directors the nature and extent of his interest forthwith after the director or officer becomes aware of the contract or transaction or proposed contract or transaction.

Director  
not to vote

(5) A director referred to in subsection (1) shall not vote on any resolution to approve the contract or transaction unless the contract or transaction is,

- (a) an arrangement by way of security for money lent to or obligations undertaken by him for the benefit of the corporation or an affiliate;
- (b) one relating primarily to his remuneration as a director, officer, employee or agent of the corporation or an affiliate;
- (c) one for indemnity or insurance under section 136; or
- (d) one with an affiliate. *New.*

General notice  
of interest

(6) For the purposes of this section, a general notice to the directors by a director or officer disclosing that he is a director or officer of or has a material interest in a person and is to be regarded as interested in any contract made or any transaction entered into with that person, is a sufficient disclosure of interest in relation to any contract so made or transaction so entered into. R.S.O. 1980, c. 54, s. 132 (6), *amended*.

(7) Where a material contract is made or a material transaction is entered into between a corporation and a director or officer of the corporation, or between a corporation and another person of which a director or officer of the corporation is a director or officer or in which he has a material interest.

- (a) the director or officer is not accountable to the corporation or its shareholders for any profit or gain realized from the contract or transaction; and
- (b) the contract or transaction is neither void nor voidable,

by reason only of that relationship or by reason only that the director is present at or is counted to determine the presence of a quorum at the meeting of directors that authorized the contract or transaction, if the director or officer disclosed his interest in accordance with subsection (2), (3), (4) or (6), as the case may be, and the contract or transaction was reasonable and fair to the corporation at the time it was so approved. R.S.O. 1980, c. 54, s. 132 (4), *amended*.

(8) Notwithstanding anything in this section, a director or officer, acting honestly and in good faith, is not accountable to the corporation or to its shareholders for any profit or gain realized from any such contract or transaction by reason only of his holding the office of director or officer, and the contract or transaction, if it was reasonable and fair to the corporation at the time it was approved, is not by reason only of the director's or officer's interest therein void or voidable, where,

- (a) the contract or transaction is confirmed or approved by special resolution at a meeting of the shareholders duly called for that purpose; and
- (b) the nature and extent of the director's or officer's interest in the contract or transaction are disclosed in reasonable detail in the notice calling the meeting or in the information circular required by section 112.

(9) Subject to subsections (7) and (8), where a director or officer of a corporation fails to disclose his interest in a material contract or transaction in accordance with this section or otherwise fails to comply with this section, the corporation or a shareholder of the corporation, or, in the case of an offering corporation, the Commission may apply to the court for an order setting aside the contract or transaction and directing that the director or officer account to the corporation for any profit or gain realized and upon such application the court may so order or make such other order as it thinks fit. *New.*

**133.** Subject to the articles, the by-laws or any unanimous Officers shareholder agreement,

- (a) the directors may designate the offices of the corporation, appoint officers, specify their duties and delegate to them powers to manage the business and affairs of the corporation, except, subject to section 183, powers to do anything referred to in subsection 127 (3);
- (b) a director may be appointed to any office of the corporation; and
- (c) two or more offices of the corporation may be held by the same person. *New.*

**134.—(1)** Every director and officer of a corporation in exercising his powers and discharging his duties shall,

- (a) act honestly and in good faith with a view to the best interests of the corporation; and
- (b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. R.S.O. 1980, c. 54, s. 142, *amended*.

Duty to comply with Act. etc. (2) Every director and officer of a corporation shall comply with this Act, the regulations, articles, by-laws and any unanimous shareholder agreement.

Can not contract out of liability (3) Subject to subsection 108 (5), no provision in a contract, the articles, the by-laws or a resolution relieves a director or officer from the duty to act in accordance with this Act and the regulations or relieves him from liability for a breach thereof. *New.*

Consent of director at meeting **135.—(1)** A director who is present at a meeting of directors or committee of directors is deemed to have consented to any resolution passed or action taken thereat unless,

- (a) he requests that his dissent be or his dissent is entered in the minutes of the meeting;
- (b) he sends his written dissent to the secretary of the meeting before the meeting is terminated; or
- (c) he sends his dissent by registered mail or delivers it to the registered office of the corporation immediately after the meeting is terminated.

Idem (2) A director who votes for or consents to a resolution is not entitled to dissent under subsection (1).

Idem (3) A director who was not present at a meeting at which a resolution was passed or action taken is deemed to have consented

thereto unless within seven days after he becomes aware of the resolution he,

- (a) causes his dissent to be placed with the minutes of the meeting; or
- (b) sends his dissent by registered mail or delivers it to the registered office of the corporation.

(4) A director is not liable under section 130 or 134 if he relies in good faith upon,

Entitled to rely  
on statements,  
etc.

- (a) financial statements of the corporation represented to him by an officer of the corporation or in a written report of the auditor of the corporation to present fairly the financial position of the corporation in accordance with generally accepted accounting principles; or
- (b) a report of a lawyer, accountant, engineer, appraiser or other person whose profession lends credibility to a statement made by him. R.S.O. 1980, c. 54, s. 135, *amended*.

**136.**—(1) A corporation may indemnify a director or officer of the corporation, a former director or officer of the corporation or a person who acts or acted at the corporation's request as a director or officer of a body corporate of which the corporation is or was a shareholder or creditor, and his heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him in respect of any civil, criminal or administrative action or proceeding to which he is made a party by reason of being or having been a director or officer of such corporation or body corporate, if,

Indemnification  
of directors

- (a) he acted honestly and in good faith with a view to the best interests of the corporation; and
- (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing that his conduct was lawful.

(2) A corporation may, with the approval of the court, <sup>Idem</sup> indemnify a person referred to in subsection (1) in respect of an action by or on behalf of the corporation or body corporate to procure a judgment in its favour, to which he is made a party by reason of being or having been a director or an officer of the corporation or body corporate, against all costs, charges and

expenses reasonably incurred by him in connection with such action if he fulfils the conditions set out in clauses (1) (a) and (b).

Idem

(3) Notwithstanding anything in this section, a person referred to in subsection (1) is entitled to indemnity from the corporation in respect of all costs, charges and expenses reasonably incurred by him in connection with the defence of any civil, criminal or administrative action or proceeding to which he is made a party by reason of being or having been a director or officer of the corporation or body corporate, if the person seeking indemnity,

- (a) was substantially successful on the merits in his defence of the action or proceeding; and
- (b) fulfils the conditions set out in clauses (1) (a) and (b).

Liability insurance

(4) A corporation may purchase and maintain insurance for the benefit of any person referred to in subsection (1) against any liability incurred by him,

- (a) in his capacity as a director or officer of the corporation, except where the liability relates to his failure to act honestly and in good faith with a view to the best interests of the corporation; or
- (b) in his capacity as a director or officer of another body corporate where he acts or acted in that capacity at the corporation's request, except where the liability relates to his failure to act honestly and in good faith with a view to the best interests of the body corporate.

Application to court

(5) A corporation or a person referred to in subsection (1) may apply to the court for an order approving an indemnity under this section and the court may so order and make any further order it thinks fit.

Idem

(6) Upon an application under subsection (5), the court may order notice to be given to any interested person and such person is entitled to appear and be heard in person or by counsel. R.S.O. 1980, c. 54, s. 145, *amended*.

Remuneration of directors

**137.** Subject to the articles, the by-laws or any unanimous shareholder agreement, the directors of a corporation may fix the remuneration of the directors, officers and employees of the corporation. R.S.O. 1980, c. 54, s. 21 (1), *amended*.

**PART X****INSIDER LIABILITY**

**138.**—(1) In this Part, Interpretation

- (a) “corporation” means a corporation that is not an offering corporation;
- (b) “insider” means, with respect to a corporation,
  - (i) the corporation,
  - (ii) an affiliate of the corporation,
  - (iii) a director or officer of the corporation,
  - (iv) a person who beneficially owns, directly or indirectly, more than 10 per cent of the voting securities of the corporation or who exercises control or direction over more than 10 per cent of the votes attached to the voting securities of the corporation,
  - (v) a person employed or retained by the corporation, or
  - (vi) a person who receives specific confidential information from a person described in this clause or in subsection (3), including a person described in this subclause, and who has knowledge that the person giving the information is a person described in this clause or in subsection (3), including a person described in this subclause;
- (c) “security” includes a warrant.

(2) For the purposes of this Part, Insider

- (a) a director or officer of a body corporate that is an insider of a corporation is deemed to be an insider of the corporation;
- (b) a director or officer of a body corporate that is a subsidiary is deemed to be an insider of its holding corporation;

- (c) a person is deemed to own beneficially shares beneficially owned by a body corporate controlled by him directly or indirectly; and
- (d) a body corporate is deemed to own beneficially shares beneficially owned by its affiliates.

Idem

## (3) For the purposes of this Part,

- (a) where a body corporate becomes an insider of a corporation, or enters into a business combination with a corporation, a director or an officer of the body corporate or a shareholder of the body corporate who is a person referred to in subclause (1) (b) (iv) is deemed to have been an insider of the corporation for the previous six months or for such shorter period as he was a director, an officer or such a shareholder of the body corporate; and
- (b) where a corporation becomes an insider of a body corporate or enters into a business combination with a body corporate, a director or an officer of the body corporate or a shareholder of the body corporate who is a person referred to in subclause (1) (b) (iv) is deemed to have been an insider of the corporation for the previous six months or for such shorter period as he was a director, an officer or such a shareholder of the body corporate.

Business combination

(4) In subsection (3), "business combination" means an acquisition of all or substantially all the property of one body corporate by another or an amalgamation of two or more bodies corporate.

Liability of insider

(5) An insider who, in connection with a transaction in a security of the corporation or any of its affiliates, makes use of any specific confidential information for his own benefit or advantage that, if generally known, might reasonably be expected to affect materially the value of the security,

- (a) is liable to compensate any person for any direct loss suffered by that person as a result of the transaction, unless the information was known or in the exercise of reasonable diligence should have been known to that person; and
- (b) is accountable to the corporation for any direct benefit or advantage received or receivable by the insider as a result of the transaction.

(6) An action to enforce a right created by subsection (5) may be commenced only within two years after discovery of the facts that gave rise to the cause of action. *New.* Limitation period

## PART XI

### BOOKS AND RECORDS

**139.**—(1) Where this Act requires a record to be kept by a corporation, it may be kept in a bound or looseleaf book or may be entered or recorded by any system of mechanical or electronic data processing or any other information storage device. Records

(2) The corporation shall,

- (a) take adequate precautions, appropriate to the means used, for guarding against the risk of falsifying the information recorded; and
  - (b) provide means for making the information available in an accurate and intelligible form within a reasonable time to any person lawfully entitled to examine the records.
- Guard  
against  
falsification  
of records

(3) The bound or looseleaf book or, where the record is not kept in a bound or looseleaf book, the information in the form in which it is made available under clause (2) (b) is admissible in evidence as *prima facie* proof, before and after dissolution of the corporation, of all facts stated therein. Admissibility of records in evidence

(4) No person shall remove, withhold or destroy information required by this Act or the regulations to be recorded, or,

- (a) record or assist in recording any information in a record;
- or
- (b) make information purporting to be accurate available in a form referred to in clause (2) (b),

knowing it to be untrue. R.S.O. 1980, c. 54, s. 149, *amended*.

**140.**—(1) A corporation shall prepare and maintain, at its registered office or at such other place in Ontario designated by the directors,

- (a) the articles and the by-laws and all amendments thereto, and a copy of any unanimous shareholder agreement known to the directors;
- (b) minutes of meetings and resolutions of shareholders;
- (c) a register of directors in which are set out the names and residence addresses, while directors, including the street

and number, if any, of all persons who are or have been directors of the corporation with the several dates on which each became or ceased to be a director;

(d) a securities register complying with section 141.

Idem (2) In addition to the records described in subsection (1), a corporation shall prepare and maintain,

(a) adequate accounting records; and

(b) records containing minutes of meetings and resolutions of the directors and any committee thereof,

but, provided the retention requirements of any taxing authority of Ontario, the government of Canada or any other jurisdiction to which the corporation is subject have been satisfied, the accounting records mentioned in clause (a) need only be retained by the corporation for six years from the end of the last fiscal period to which they relate.

Idem (3) For the purposes of clause (1) (b) and subsection (2), where a body corporate is continued under this Act, "records" includes similar records required by law to be maintained by the body corporate before it was so continued. R.S.O. 1980, c. 54, ss. 150, 153, *amended*.

Securities register **141.**—(1) A corporation shall prepare and maintain at its registered office, or at any other place in Ontario designated by the directors, a securities register in which it records the securities issued by it in registered form, showing with respect to each class or series of securities,

(a) the names, alphabetically arranged of persons who,

(i) are or have been within six years registered as shareholders of the corporation, the address including the street and number, if any, of every such person while a holder, and the number and class of shares registered in the name of such holder,

(ii) are or have been within six years registered as holders of debt obligations of the corporation, the address including the street and number, if any, of every such person while a holder, and the class or series and principal amount of the debt obligations registered in the name of such holder, or

- (iii) are or have been within six years registered as holders of warrants of the corporation, other than warrants exercisable within one year from the date of issue, the address including the street and number, if any, of every such person while a registered holder, and the class or series and number of warrants registered in the name of such holder; and
  - (b) the date and particulars of the issue of each security and warrant. R.S.O. 1980, c. 54, s. 150, *amended*.
- (2) A corporation shall cause to be kept a register of transfers <sup>Register of transfers</sup> in which all transfers of securities issued by the corporation in registered form and the date and other particulars of each transfer shall be set out. R.S.O. 1980, c. 54, s. 151.
- (3) In this section and in section 143, "registered form" has the same meaning as in Part VI. *New*. <sup>Interpretation</sup>
- 142.** For each class of securities and warrants issued by it, <sup>Transfer agents</sup> a corporation may appoint,
- (a) a trustee, transfer agent or other agent to keep the securities register and the register of transfers and one or more persons or agents to keep branch registers; and
  - (b) a registrar, trustee or agent to maintain a record of issued security certificates and warrants,
- and, subject to section 48, one person may be appointed for the purposes of both clauses (a) and (b) in respect of all securities and warrants of the corporation or any class or classes thereof. R.S.O. 1980, c. 54, s. 152, *amended*.
- 143.—(1)** The securities register and the register of transfers shall be kept at the registered office of a corporation or at such other places in Ontario designated by the directors, and the branch register or registers of transfers may be kept at such offices of the corporation or other places, either within or outside Ontario, designated by the directors. <sup>Where registers to be kept</sup>
- (2) Registration of the transfer of a security or warrant of a corporation in the register of transfers or a branch register of transfers is a complete and valid registration for all purposes. <sup>Valid registration</sup>

Entry in  
branch  
transfer  
register

(3) In each branch register of transfers there shall be recorded only the particulars of the transfers of securities or warrants registered in that branch register of transfers.

Entry in  
register of  
transfers

(4) Particulars of every transfer of securities and warrants registered in every branch register of transfers shall be recorded in the register of transfers.

Documents not  
required to be  
produced

(5) A corporation or a person appointed under section 142 is not required to produce,

- (a) any security certificate or warrant that is not in registered form; or
- (b) any security certificate or warrant that is in registered form after six years,
  - (i) in the case of a share certificate, from the date of its cancellation,
  - (ii) in the case of a warrant, from the date of its transfer or exercise, whichever occurs first, or
  - (iii) in the case of a certificate representing a debt obligation, from the date of cancellation of such certificate. R.S.O. 1980, c. 54, s. 153, *amended*.

Records open  
to examination  
by directors

**144.**—(1) The records mentioned in sections 140 and 141 shall, during normal business hours of a corporation, be open to examination by any director and shall, except as provided in sections 140 and 143 and in subsections (2) and (3) of this section, be kept at the registered office of the corporation.

Records of  
account at  
branch

(2) A corporation may keep at any place where it carries on business such parts of the accounting records as relate to the operations, business and assets and liabilities of the corporation carried on, supervised or accounted for at such place, but there shall be kept at the registered office of the corporation or such other place as is authorized under this section such records as will enable the directors to ascertain quarterly with reasonable accuracy the financial position of the corporation.

Order for  
removal of  
records

(3) Where a corporation,

- (a) shows, to the satisfaction of the Director, the necessity of keeping all or any of the records mentioned in subsection (1) at a place other than the registered office of the corporation; and

- (b) gives the Director adequate assurance, by surety bond or otherwise, that such records will be open for examination,
  - (i) at the registered office or some other place in Ontario designated by the Director, and
  - (ii) by any person who is entitled to examine them and who has applied to the Director for such an examination,

the Director may, by order and upon such terms as he thinks fit, permit the corporation to keep all or any of them at such place or places, other than the registered office, as he thinks fit.

(4) The Director may by order upon such terms as he thinks fit rescind any order made under subsection (3) or any order made by the Lieutenant Governor in Council or the Minister under a predecessor of that subsection. R.S.O. 1980, c. 54, s. 154, *amended*.

Rescission of  
orders made  
under subs. (3)

**145.**—(1) Shareholders and creditors of a corporation, their agents and legal representatives may examine the records referred to in subsection 140 (1) during the usual business hours of the corporation, and may take extracts therefrom, free of charge, and, where the corporation is an offering corporation, any other person may do so upon payment of a reasonable fee.

Examination of  
records by  
shareholders  
and creditors

(2) A shareholder of a corporation is entitled upon request and without charge to one copy of the articles and by-laws and of any unanimous shareholder agreement. R.S.O. 1980, c. 54, s. 155, *amended*.

Copy

**146.**—(1) Shareholders and creditors of a corporation, their agents and legal representatives and, where the corporation is an offering corporation, any other person, upon payment of a reasonable fee and upon sending to the corporation or its transfer agent the statutory declaration referred to in subsection (6), may require the corporation or its transfer agent to furnish a basic list setting out the names of the shareholders of the corporation, the number of shares of each class and series owned by each shareholder and the address of each shareholder, all as shown on the records of the corporation.

List of  
shareholders

(2) The basic list referred to in subsection (1) shall be furnished to the applicant as soon as is practicable and, when furnished, shall be as current as is practicable having regard to the form in which the securities register of the corporation is maintained, but, in any case, shall be furnished not more than ten days following the receipt by the corporation or its transfer agent of the statutory

Idem

declaration referred to in subsection (1) and shall be made up to a date not more than ten days before the date on which it is actually furnished.

**Supplemental lists** (3) A person requiring a corporation to supply a basic list may, if he states in the statutory declaration referred to in subsection (1) that he requires supplemental lists, require the corporation or its agent upon payment of a reasonable fee to furnish supplemental lists setting out any changes from the basic list in the names or addresses of the shareholders and the number of shares owned by each shareholder for each business day following the date to which the basic list is made up.

**Idem** (4) The corporation or its agent shall furnish a supplemental list required under subsection (3),

(a) on the date the basic list is furnished, where the information relates to changes that took place prior to that date; and

(b) on the business day following the day to which the supplemental list relates, where the information relates to changes that take place on or after the date the basic list is furnished.

**List of option holders** (5) A person requiring a corporation to supply a basic or supplemental list may also require the corporation to include in that list the name and address of any known holder of an option or right to acquire shares of the corporation.

**Statutory declaration** (6) The statutory declaration required under subsection (1) shall state,

(a) the name and address including street and number, if any, of the applicant and whether the applicant is a shareholder, creditor or any other person referred to in the subsection;

(b) the name and address including street and number, if any, for service of the body corporate if the applicant is a body corporate; and

(c) that the basic list and any supplemental lists shall be used only as permitted under subsection (8).

**Idem** (7) If the applicant is a body corporate, the statutory declaration shall be made by a director or officer of the body corporate.

**Use of list** (8) A list of shareholders obtained under this section shall not be used by any person except in connection with,

- (a) an effort to influence the voting by shareholders of the corporation;
- (b) an offer to acquire shares of the corporation; or
- (c) any other matter relating to the affairs of the corporation. R.S.O. 1980, c. 54, s. 156, *amended*.

**147.** No person shall offer for sale or sell or purchase or otherwise traffic in a list or a copy of a list of all or any of the holders of securities or warrants of a corporation. R.S.O. 1980, c. 54, s. 158, *amended*. Trafficking in lists

## PART XII

### AUDITORS AND FINANCIAL STATEMENTS

**148.**—(1) In respect of a financial year of a corporation, the corporation is exempt from the requirements of this Part regarding the appointment and duties of an auditor, Exemption from audit requirements

(a) where,

- (i) the corporation is not an offering corporation,
- (ii) all of the shareholders of the corporation consent thereto in writing in respect of that year, and
- (iii) the corporation has assets not exceeding \$2,500,000 and sales or gross operating revenues not exceeding \$5,000,000 as shown on the financial statement of the corporation for the preceding year; or

(b) where the corporation has been exempted by the Director under subsection (2) in respect of that financial year.

(2) A corporation other than an offering corporation, all the shareholders of which consent thereto in writing, may apply to the Director for exemption from the requirements of this Part regarding the appointment and duties of an auditor in respect of a financial year, by filing an application in prescribed form together with such documents as may be prescribed, and after giving to the corporation and to such other persons whom he considers should be given the opportunity, an opportunity to be heard, the Director may, subject to the regulations, and upon such terms and conditions as he may impose, exempt the corporation and any of its affiliates from the audit requirements of this Part where, in his opinion to do so would not be prejudicial to the public interest. Idem

(3) For the purposes of subclause (1) (a) (iii), the assets and sales or gross operating revenues of a corporation include the Interpretation

R.S.C. 1952,  
c. 148

assets and sales or gross operating revenues of each of its affiliates resident in Canada for the purposes of the *Income Tax Act* (Canada). R.S.O. 1980, c. 54, s. 161, *amended*.

Auditors

**149.**—(1) The shareholders of a corporation at their first annual or special meeting shall appoint one or more auditors to hold office until the close of the first or next annual meeting, as the case may be, and, if the shareholders fail to do so, the directors shall forthwith make such appointment or appointments.

Idem

(2) The shareholders shall at each annual meeting appoint one or more auditors to hold office until the close of the next annual meeting and, if an appointment is not so made, the auditor in office continues in office until a successor is appointed.

Casual  
vacancy

(3) The directors may fill any casual vacancy in the office of auditor, but, while such vacancy continues, the surviving or continuing auditor, if any, may act.

Removal of  
auditor

(4) The shareholders may, except where the auditor has been appointed by order of the court under subsection (8), by resolution passed by a majority of the votes cast at a special meeting duly called for the purpose, remove an auditor before the expiration of his term of office, and shall by a majority of the votes cast at that meeting appoint another auditor in his stead for the remainder of his term.

Notice to  
auditor

(5) Before calling a special meeting for the purpose specified in subsection (4) or an annual or special meeting where the board is not recommending the reappointment of the incumbent auditor, the corporation shall, fifteen days or more before the mailing of the notice of the meeting, give to the auditor,

- (a) written notice of the intention to call the meeting, specifying therein the date on which the notice of the meeting is proposed to be mailed; and
- (b) a copy of all material proposed to be sent to shareholders in connection with the meeting.

Right of  
auditor to  
make  
representations

(6) An auditor has the right to make to the corporation, three days or more before the mailing of the notice of the meeting, representations in writing, concerning,

- (a) his proposed removal as auditor;
- (b) the appointment or election of another person to fill the office of auditor; or
- (c) his resignation as auditor,

and the corporation, at its expense, shall forward with the notice of the meeting a copy of such representations to each shareholder entitled to receive notice of the meeting.

(7) The remuneration of an auditor appointed by the shareholders shall be fixed by the shareholders, or by the directors if they are authorized so to do by the shareholders, and the remuneration of an auditor appointed by the directors shall be fixed by the directors. Remuneration

(8) If a corporation does not have an auditor, the court may, upon the application of a shareholder or the Director, appoint and fix the remuneration of an auditor to hold office until an auditor is appointed by the shareholders. Appointment by court

(9) The corporation shall give notice in writing to an auditor Notice of appointment of his appointment forthwith after the appointment is made. Notice of appointment  
R.S.O. 1980, c. 54, s. 161, *amended*.

**150.**—(1) The auditor of a corporation is entitled to receive notice of every meeting of shareholders and, at the expense of the corporation, to attend and be heard thereat on matters relating to his duties as auditor. Auditor may attend shareholders' meetings

(2) If any director or shareholder of a corporation, whether or not the shareholder is entitled to vote at the meeting, gives written notice, not less than five days or more before a meeting of shareholders, to the auditor or a former auditor of the corporation, the auditor or former auditor shall attend the meeting at the expense of the corporation and answer questions relating to his duties as auditor. Auditor's attendance may be required

(3) A director or shareholder who sends a notice referred to in subsection (2) shall send concurrently a copy of the notice to the corporation. Notice to corporation

(4) No person shall accept appointment or consent to be appointed as auditor of a corporation if he is replacing an auditor who has resigned, been removed or whose term of office has expired or is about to expire until he has requested and received from that auditor a written statement of the circumstances and the reasons why, in that auditor's opinion, he is to be replaced. Replacing auditor

(5) Notwithstanding subsection (4), a person otherwise qualified Idem may accept appointment or consent to be appointed as auditor of a corporation if, within fifteen days after making the request referred to in that subsection, he does not receive a reply.

(6) Any interested person may apply to the court for an order Idem declaring an auditor to be disqualified and the office of auditor to

be vacant if the auditor has not complied with subsection (4), unless subsection (5) applies with respect to the appointment of the auditor.

Statement by auditor privileged      (7) Any oral or written statement or report made under this Act by the auditor or former auditor of the corporation has qualified privilege. R.S.O. 1980, c. 54, s. 164, *part, amended*.

Disqualification as auditor      **151.**—(1) Subject to subsection (5), a person is disqualified from being an auditor of a corporation if he is not independent of the corporation, all of its affiliates, or of the directors or officers of the corporation and its affiliates.

Independence      (2) For the purposes of this section,

- (a) independence is a question of fact; and
- (b) a person is deemed not to be independent if he or his business partner,
  - (i) is a business partner, director, officer or employee of the corporation or any of its affiliates, or a business partner of any director, officer or employee of the corporation or any of its affiliates,
  - (ii) beneficially owns directly or indirectly or exercises control or direction over a material interest in the securities of the corporation or any of its affiliates, or
  - (iii) has been a receiver, receiver and manager, liquidator or trustee in bankruptcy of the corporation or any of its affiliates within two years of his proposed appointment as auditor of the corporation.

Resignation by auditor      (3) An auditor who becomes disqualified under this section shall, subject to subsection (5), resign forthwith upon becoming aware of his disqualification.

Application to court      (4) An interested person may apply to the court for an order declaring an auditor to be disqualified under this section and the office of auditor to be vacant.

Idem      (5) An interested person may apply to the court for an order exempting an auditor from disqualification under this section and the court may, if it is satisfied that an exemption would not unfairly prejudice the shareholders, make an exemption order on

such terms as it thinks fit, which order may have retrospective effect. R.S.O. 1980, c. 54, s. 163, *amended*.

**152.**—(1) An auditor of a corporation shall make such examination of the financial statements required by this Act to be placed before shareholders as is necessary to enable him to report thereon and he shall report as prescribed and in accordance with generally accepted auditing standards. Examination by auditor

(2) A director or an officer of a corporation shall forthwith notify the audit committee and the auditor or the former auditor of any error or misstatement of which he becomes aware in a financial statement that the auditor or the former auditor has reported upon if the error or misstatement in all the circumstances appears to be significant. Reporting error

(3) If the auditor or former auditor of a corporation is notified or becomes aware of an error or misstatement in a financial statement upon which he has reported, and if in his opinion the error or misstatement is material, he shall inform each director accordingly. Idem

(4) When under subsection (3) the auditor or former auditor informs the directors of an error or misstatement in a financial statement, the directors shall within a reasonable time, Amendment of auditor's report

- (a) prepare and issue revised financial statements; or
- (b) otherwise inform the shareholders.

(5) Upon the demand of an auditor of a corporation, the present or former directors, officers, employees or agents of the corporation shall furnish such, Right of access

- (a) information and explanations; and
- (b) access to records, documents, books, accounts and vouchers of the corporation or any of its subsidiaries,

as are, in the opinion of the auditor, necessary to enable him to make the examination and report required under this section and that the directors, officers, employees or agents are reasonably able to furnish.

(6) Upon the demand of the auditor of a corporation, the directors of the corporation shall, Furnishing information

- (a) obtain from the present or former directors, officers, employees and agents of any subsidiary of the corporation the information and explanations that the present or

former directors, officers, employees and agents are reasonably able to furnish and that are, in the opinion of the auditor, necessary to enable him to make the examination and report required under this section; and

- (b) furnish the information and explanations so obtained to the auditor.

**Idem** (7) Any oral or written communication under this section between the auditor or former auditor of a corporation and its present or former directors, officers, employees or agents or those of any subsidiary of the corporation, has qualified privilege. R.S.O. 1980, c. 54, *part, amended*.

**Information to be laid before annual meeting** **153.**—(1) The directors shall place before each annual meeting of shareholders,

(a) in the case of a corporation that is not an offering corporation, financial statements for the period that began on the date the corporation came into existence and ended not more than six months before the annual meeting or, if the corporation has completed a financial year, the period that began immediately after the end of the last completed financial year and ended not more than six months before the annual meeting;

(b) in the case of a corporation that is an offering corporation, the financial statements required to be filed under the *Securities Act* and the regulations thereunder relating separately to,

(i) the period that began on the date the corporation came into existence and ended not more than six months before the annual meeting or, if the corporation has completed a financial year, the period that began immediately after the end of the last completed financial year and ended not more than six months before the annual meeting, and

(ii) the immediately preceding financial year if any;

(c) the report of the auditor, if any, to the shareholders; and

(d) any further information respecting the financial position of the corporation and the results of its operations required by the articles, the by-laws or any unanimous shareholder agreement.

**Auditor's report** (2) Except as provided in subsection 104 (1), the report of the auditor to the shareholders shall be open to inspection at the annual meeting by any shareholder.

(3) A corporation shall, not less than twenty-one days, in the case of an offering corporation, and ten days, in the case of a corporation that is not an offering corporation, before each annual meeting of shareholders or before the signing of a resolution under clause 104 (1) (b) in lieu of the annual meeting, send a copy of the documents referred to in this section to each shareholder, except to a shareholder who has informed the corporation in writing that he does not wish to receive a copy of those documents.

R.S.O. 1980, c. 54, s. 165, *amended*.

**154.** The financial statements required under this Act shall be prepared as prescribed by regulation and in accordance with generally accepted accounting principles. *New.*

**155.** An offering corporation shall prepare and file with the Commission the financial statements required under Part XVII of the *Securities Act*. *New.*

**156.**—(1) True copies of the latest financial statements of each subsidiary of a holding corporation shall be kept on hand by the holding corporation at its registered office and shall be open to examination by the shareholders of the holding corporation and their agents and legal representatives who may make extracts therefrom free of charge on request during the normal business hours of the holding corporation.

(2) A corporation may, within fifteen days after a request to examine under subsection (1), apply to the court for an order barring the right of any person to so examine, and the court may, if satisfied that such examination would be detrimental to the corporation or a subsidiary body corporate, bar such right and make any further order it thinks fit. R.S.O. 1980, c. 54, s. 170 (3), *amended*.

**157.**—(1) A corporation that is an offering corporation shall, and any other corporation may, have an audit committee composed of not fewer than three directors of the corporation, a majority of whom are not officers or employees of the corporation or any of its affiliates, to hold office until the next annual meeting of the shareholders.

(2) An audit committee shall review the financial statements of the corporation and shall report thereon to the board of directors of the corporation before such financial statements are approved under section 158.

(3) The auditor of a corporation is entitled to receive notice of every meeting of the audit committee and, at the expense of the corporation, to attend and be heard thereat, and, if so requested

Copy of documents to shareholders

Preparation of financial statements

Filing by offering corporation  
R.S.O. 1980,  
c. 466

Financial statements of subsidiaries

Application to court

Audit committee

Idem

Auditor may attend meetings

by a member of the audit committee, shall attend every meeting of the committee held during the term of office of the auditor.

Calling meetings of committee

(4) The auditor of a corporation or a member of the audit committee may call a meeting of the committee.

Right of auditor to be heard

(5) The auditor of a corporation shall be entitled to attend at the expense of the corporation and be heard at meetings of the board of directors of the corporation on matters relating to his duties as auditor. R.S.O. 1980, c. 54, s. 173, *amended*.

Approval by directors

**158.**—(1) The financial statements shall be approved by the board of directors and the approval shall be evidenced by the signature at the foot of the balance sheet by two of the directors duly authorized to sign or by the director where there is only one, and the auditor's report, unless the corporation is exempt under section 148, shall be attached to or accompany the financial statements. R.S.O. 1980, c. 54, s. 174.

Publishing, etc., copies of financial statements

(2) A corporation shall not issue, publish or circulate copies of the financial statements referred to in section 153 unless the financial statements are,

(a) approved and signed in accordance with subsection (1); and

(b) accompanied by the report of the auditor of the corporation, if any. *New*.

Interim financial statement  
R.S.O. 1980, c. 466

Idem

**159.**—(1) An offering corporation shall send to each shareholder a copy of an interim financial statement required to be filed under the *Securities Act* and the regulations thereunder.

(2) The interim financial statement required by subsection (1) shall be sent to each shareholder, within sixty days of the date to which it is made up, at his latest address as shown on the records of the corporation. R.S.O. 1980, c. 54, s. 176.

## PART XIII

### INVESTIGATION

Investigation

**160.**—(1) A security holder of a corporation and, in the case of an offering corporation, the Commission may apply, *ex parte* or upon such notice as the court may require, to the court for an order directing an investigation to be made of the corporation and any of its affiliates.

(2) Where, upon an application under subsection (1), it <sup>Idem</sup> appears to the court that,

- (a) the business of the corporation or any of its affiliates is or has been carried on with intent to defraud any person;
- (b) the business or affairs of the corporation or any of its affiliates are or have been carried on or conducted, or the powers of the directors are or have been exercised, in a manner that is oppressive or unfairly prejudicial to, or that unfairly disregards, the interests of a security holder;
- (c) the corporation or any of its affiliates was formed for a fraudulent or unlawful purpose or is to be dissolved for a fraudulent or unlawful purpose; or
- (d) persons concerned with the formation, business or affairs of the corporation or any of its affiliates have in connection therewith acted fraudulently or dishonestly,

the court may order an investigation to be made of the corporation and any of its affiliates.

(3) Where a security holder makes an application under sub-<sup>Notice</sup> section (1), he shall give the Director and, if the corporation is an offering corporation, the Commission, reasonable notice thereof and the Director and, if the corporation is an offering corporation, the Commission are entitled to appear and be heard in person or by counsel.

(4) An applicant under this section is not required to give <sup>Security for costs not required</sup> security for costs.

(5) An *ex parte* application under this section shall be heard *in Ex parte application camera.*

(6) No person may publish anything relating to *ex parte* proceedings under this section except with the authorization of the court or the written consent of the corporation being investigated. R.S.O. 1980, c. 54, s. 177, *part, amended.* <sup>No publication without consent</sup>

**161.**—(1) In connection with an investigation under this Part, the court may make any order it thinks fit including, without limiting the generality of the foregoing, <sup>Matters that may be covered by court order</sup>

- (a) an order to investigate;
- (b) an order appointing and fixing the remuneration of an inspector or replacing an inspector;

- (c) an order determining the notice to be given to any interested person, or dispensing with notice to any person;
- (d) an order authorizing an inspector to enter any premises in which the court is satisfied there might be relevant information, and to examine any thing and make copies of any document or record found on the premises;
- (e) an order requiring any person to produce documents or records to the inspector;
- (f) an order authorizing an inspector to conduct a hearing, administer oaths and examine any person upon oath, and prescribing rules for the conduct of the hearing;
- (g) an order requiring any person to attend a hearing conducted by an inspector and to give evidence upon oath;
- (h) an order giving directions to an inspector or any interested person on any matter arising in the investigation;
- (i) an order requiring an inspector to make an interim or final report to the court;
- (j) an order determining whether a report of an inspector should be made available for public inspection and ordering that copies be sent to any person the court designates;
- (k) an order requiring an inspector to discontinue an investigation;
- (l) an order requiring the corporation to pay the costs of the investigation.

Inspector's  
report

(2) An inspector shall send to the Director and, where an offering corporation is involved, the Commission, a copy of every report made by the inspector under this Part which, subject to clause (1) (j), shall be placed on the corporation file for public inspection. R.S.O. 1980, c. 54, s. 177, *part, amended*.

Powers of  
inspector

**162.**—(1) An inspector under this Part has the powers set out in the order appointing him.

(2) In addition to the powers set out in the order appointing <sup>Idem</sup> him, an inspector appointed to investigate a corporation may furnish to, or exchange information and otherwise co-operate with, any public official in Canada or elsewhere who is authorized to exercise investigatory powers and who is investigating, in respect of the corporation, any allegation of improper conduct that is the same as, or similar to, the conduct described in subsection 160 (2).

(3) An inspector shall produce upon request to an interested <sup>Production of order</sup> person a copy of any order made under subsection 161 (1).  
R.S.O. 1980, c. 54, s. 177 (1), *amended*.

**163.**—(1) Any interested person may apply to the court for <sup>Hearing in camera</sup> an order that a hearing conducted under this Part be heard *in camera* and for directions on any matter arising in the investigation.

(2) A person whose conduct is being investigated or who is <sup>Right to counsel</sup> being examined at a hearing conducted by an inspector under this Part has a right to be represented by counsel. *New*.

**164.** Any oral or written statement or report made by an <sup>Privileged statements</sup> inspector or any other person in an investigation under this Part has absolute privilege. *New*.

**165.** Nothing in this Part shall be construed to affect the <sup>Solicitor-client privilege</sup> privilege that exists in respect of communications between a solicitor and his client. *New*.

**166.** The Director may make inquiries of any person relating <sup>Inquiries by Director</sup> to compliance with this Act. *New*.

## PART XIV

### FUNDAMENTAL CHANGES

**167.**—(1) Subject to sections 169 and 170, a corporation may <sup>Amendments</sup> from time to time amend its articles to add, change or remove any provision that is permitted by this Act to be, or that is, set out in its articles, including without limiting the generality of the foregoing, to,

(a) change its name;

- (b) change the municipality or geographic township in which its registered office is located;
- (c) add, change or remove any restriction upon the business or businesses that the corporation may carry on or upon the powers that the corporation may exercise;
- (d) add, change or remove any maximum number of shares that the corporation is authorized to issue or any maximum consideration for which any shares of the corporation are authorized to be issued;
- (e) create new classes of shares;
- (f) increase or reduce its stated capital which, for the purposes of the amendment, is deemed to be set out in the articles;
- (g) change the designation of all or any of its shares, and add, change or remove any rights, privileges, restrictions and conditions, including rights to accrued dividends, in respect of all or any of its shares, whether issued or unissued;
- (h) change the shares of any class or series, whether issued or unissued, into a different number of shares of the same class or series or into the same or a different number of shares of other classes or series;
- (i) divide a class of shares, whether issued or unissued, into series and fix the number of shares in each series and the rights, privileges, restrictions and conditions thereof;
- (j) authorize the directors to divide any class of unissued shares into series and fix the number of shares in each series and the rights, privileges, restrictions and conditions thereof;
- (k) authorize the directors to change the rights, privileges, restrictions and conditions attached to unissued shares of any series;
- (l) revoke, diminish or enlarge any authority conferred under clauses (j) and (k);

- (m) subject to sections 120 and 125, increase or decrease the number, or minimum or maximum number, of directors; and
  - (n) add, change or remove restrictions on the issue, transfer or ownership of shares of any class or series.
- (2) The directors of a corporation may, if so authorized by a special resolution effecting an amendment under this section, revoke the resolution without further approval of the shareholders at any time prior to the endorsement by the Director of a certificate of amendment of articles in respect of such amendment. Revocation of resolution

(3) Notwithstanding subsection (1), where a corporation has a number name, the directors may amend its articles to change that name to a name that is not a number name. Change of number name

(4) An amendment under subsection (1) shall be authorized by a special resolution and an amendment under subsection (3) may be authorized by a resolution of the directors. Authorization

(5) This section does not apply to a corporation incorporated by special Act, except that a corporation incorporated by special Act, including a corporation to which *The Railways Act*, being chapter 331 of the Revised Statutes of Ontario, 1950, applies, may under this section amend its articles to change its name. R.S.O. 1980, c. 54, s. 180, *part, amended*. Special Act corporations excepted

**168.**—(1) The directors or any shareholder who is entitled to vote at an annual meeting of shareholders may, in accordance with section 99, make a proposal to amend the articles. Proposal to amend articles

(2) Notice of a meeting of shareholders at which a proposal to amend the articles is to be considered shall set out the proposed amendment and, where applicable, shall state that a dissenting shareholder is entitled to be paid the fair value of his shares in accordance with section 184, but failure to make that statement does not invalidate an amendment. *New.* Idem

**169.**—(1) The holders of shares of a class or, subject to subsection (2), of a series are, unless the articles otherwise provide in the case of an amendment referred to in clause (a), (b) or (e), entitled to vote separately as a class or series upon a proposal to amend the articles to, Authorization for variation of rights of special shareholders

- (a) increase or decrease any maximum number of authorized shares of such class or series, or increase any maximum number of authorized shares of a class or series having rights or privileges equal or superior to the shares of such class or series;
- (b) effect an exchange, reclassification or cancellation of the shares of such class or series;

- (c) add to, remove or change the rights, privileges, restrictions or conditions attached to the shares of such class or series and, without limiting the generality of the foregoing,
  - (i) remove or change prejudicially rights to accrued dividends or rights to cumulative dividends,
  - (ii) add, remove or change prejudicially redemption rights or sinking fund provisions,
  - (iii) reduce or remove a dividend preference or a liquidation preference, or
  - (iv) add, remove or change prejudicially conversion privileges, options, voting, transfer or pre-emptive rights, or rights to acquire securities of a corporation;
- (d) add to the rights or privileges of any class or series of shares having rights or privileges equal or superior to the shares of such class or series;
- (e) create a new class or series of shares equal or superior to the shares of such class or series, except in the case of a series under section 25;
- (f) make any class or series of shares having rights or privileges inferior to the shares of such class or series equal or superior to the shares of such class or series;
- (g) effect an exchange or create a right of exchange of the shares of another class or series into the shares of such class or series; or
- (h) add, remove or change restrictions on the issue, transfer or ownership of the shares of such class or series.

Idem (2) The holders of a series of shares of a class are entitled to vote separately as a series under subsection (1) only if such series is affected by an amendment in a manner different from other shares of the same class.

Idem (3) Subsection (1) applies whether or not shares of a class or series otherwise carry the right to vote.

Idem (4) A proposed amendment to the articles referred to in subsection (1) is adopted when the shareholders have approved the amendment by a special resolution of the holders of the shares of each class or series entitled to vote thereon. R.S.O. 1980, c. 54, s. 180, *part, amended*.

(5) Subsection (1) does not apply in respect of a proposal to amend the articles to add a right or privilege for a holder to convert shares of a class or series into shares of another class or series that is subject to restrictions described in clause 42 (2) (d) but is otherwise equal to the class or series first mentioned.

(6) For the purpose of clause (1) (e), a new class of shares, the issue, transfer or ownership of which is to be restricted by an amendment to the articles for the purpose of clause 42 (2) (d) that is otherwise equal to an existing class of shares shall be deemed Deeming provision not to be equal or superior to the existing class of shares. *New.*

**170.**—(1) Articles of amendment in prescribed form shall be sent to the Director.

Articles of amendment sent to Director

(2) If an amendment effects or requires a reduction of stated capital, subsections 34 (4) and (5) apply.

Application of s. 34 (4, 5)

(3) No corporation shall change its name if,

Change of name

- (a) the corporation is unable to pay its liabilities as they become due; or
- (b) the realizable value of the corporation's assets is less than the aggregate of its liabilities. R.S.O. 1980, c. 54, s. 181, *amended*.

**171.** Upon receipt of articles of amendment, the Director shall endorse thereon in accordance with section 272 a certificate of amendment. R.S.O. 1980, c. 54, s. 182, *amended*.

Certificate of amendment

**172.**—(1) The directors may at any time restate the articles of incorporation as amended.

Restated articles of incorporation

(2) Restated articles of incorporation in prescribed form shall be sent to the Director.

Idem

(3) Upon receipt of restated articles of incorporation, the Director shall endorse thereon in accordance with section 272 a certificate which shall constitute the restated certificate of incorporation.

Restated certificate of incorporation

(4) Restated articles of incorporation supersede the original articles of incorporation and all amendments thereto. R.S.O. 1980, c. 54, s. 183, *amended*.

Idem

Amalgamation **173.** Two or more corporations, including holding or subsidiary corporations, may amalgamate and continue as one corporation. R.S.O. 1980, c. 54, s. 187 (1).

Amalgamation agreement **174.**—(1) Where corporations propose to amalgamate, each such corporation shall enter into an agreement setting out the terms and means of effecting the amalgamation and, in particular, setting out,

(a) the provisions that are required to be included in articles of incorporation under section 5;

(b) subject to subsection (2), the basis upon which and manner in which the holders of the issued shares of each amalgamating corporation are to receive,

(i) securities of the amalgamated corporation,

(ii) money, or

(iii) securities of any body corporate other than the amalgamated corporation,

in the amalgamation;

(c) the manner of payment of money instead of the issue of fractional shares of the amalgamated corporation or of any other body corporate the securities of which are to be received in the amalgamation;

(d) whether the by-laws of the amalgamated corporation are to be those of one of the amalgamating corporations and the address where a copy of the proposed by-laws may be examined; and

(e) such other details as may be necessary to perfect the amalgamation and to provide for the subsequent management and operation of the amalgamated corporation. R.S.O. 1980, c. 54, s. 187 (2), *amended*.

Shares of  
amalgamating  
corporation  
held by  
another

(2) Where shares of one of the amalgamating corporations are held by or on behalf of another of the amalgamating corporations, the amalgamation agreement shall provide for the cancellation of such shares upon the amalgamation becoming effective without any repayment of capital in respect thereof, and no provision shall be made in the agreement for the conversion of such shares into

shares of the amalgamated corporation. R.S.O. 1980, c. 54, s. 187 (3).

**175.**—(1) The directors of each amalgamating corporation shall submit the amalgamation agreement for approval at a meeting of the shareholders of the amalgamating corporation of which they are directors and, subject to subsection (3), of the holders of shares of each class or series entitled to vote thereon.

Submission of amalgamation agreement

(2) The notice of the meeting of shareholders of each amalgamating corporation shall include or be accompanied by,

Notice of meeting

- (a) a copy or summary of the amalgamation agreement; and
- (b) a statement that a dissenting shareholder is entitled to be paid the fair value of his shares in accordance with section 184, but failure to make that statement does not invalidate an amalgamation.

(3) The holders of a class or series of shares of an amalgamating corporation, whether or not they are otherwise entitled to vote, are entitled to vote separately as a class or series in respect of an amalgamation if the amalgamation agreement contains a provision that, if contained in a proposed amendment to the articles, would entitle such holders to vote separately as a class or series under section 169.

Voting by class, etc.

(4) An amalgamation agreement is adopted when the shareholders of each amalgamating corporation have approved of the amalgamation by a special resolution of the holders of the shares of each class or series entitled to vote thereon.

Adoption of amalgamation agreement

(5) An amalgamation agreement may provide that at any time before the endorsement of a certificate of amalgamation the agreement may be terminated by the directors of an amalgamating corporation, notwithstanding approval of the agreement by the shareholders of all or any of the amalgamating corporations.  
*New.*

Termination of agreement

**176.**—(1) A holding corporation and one or more of its wholly-owned subsidiary corporations may amalgamate and continue as one corporation without complying with sections 174 and 175 if,

Amalgamation of holding corporation and its subsidiary

- (a) the amalgamation is approved by a resolution of the directors of each amalgamating corporation; and

- (b) the resolutions provide that,

- (i) the shares of each amalgamating subsidiary corporation shall be cancelled without any repayment of capital in respect thereof,

- (ii) except as may be prescribed, the articles of amalgamation shall be the same as the articles of the amalgamating holding corporation, and
- (iii) no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.

**Amalgamation of subsidiaries** (2) Two or more wholly-owned subsidiary corporations of the same holding body corporate may amalgamate and continue as one corporation without complying with sections 174 and 175 if,

- (a) the amalgamation is approved by a resolution of the directors of each amalgamating corporation; and
- (b) the resolutions provide that,
  - (i) the shares of all but one of the amalgamating subsidiary corporations shall be cancelled without any repayment of capital in respect thereof,
  - (ii) except as may be prescribed, the articles of amalgamation shall be the same as the articles of the amalgamating subsidiary corporation whose shares are not cancelled, and
  - (iii) the stated capital of the amalgamating subsidiary corporations whose shares are cancelled shall be added to the stated capital of the amalgamating subsidiary corporation whose shares are not cancelled. *New.*

**Articles of amalgamation to be sent to Director**

**177.**—(1) Subject to subsection 175 (5), after an amalgamation has been adopted under section 175 or approved under section 176, articles of amalgamation in prescribed form shall be sent to the Director.

**Director's statement**

(2) The articles of amalgamation shall have attached thereto a statement of a director or an officer of each amalgamating corporation stating that,

(a) there are reasonable grounds for believing that,

- (i) each amalgamating corporation is and the amalgamated corporation will be able to pay its liabilities as they become due, and

- (ii) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes;
- (b) there are reasonable grounds for believing that,
  - (i) no creditor will be prejudiced by the amalgamation, or
  - (ii) adequate notice has been given to all known creditors of the amalgamating corporations;
- (c) the grounds upon which the objections of all creditors who have notified the corporation that they object to the amalgamation, setting forth with reasonable particularity the grounds for such objections, are either frivolous or vexatious; and
- (d) the corporation has given notice to each person who has, in the manner referred to in clause (c), notified the corporation of his objection to the amalgamation, that,
  - (i) the grounds upon which his objection is based are considered to be frivolous or vexatious, and
  - (ii) a creditor of a corporation who objects to an amalgamation has the status of a complainant under section 247.
- (3) For the purposes of subsection (2), adequate notice is given <sup>Notice</sup> if,
  - (a) a notice in writing is sent to each known creditor having a claim against the corporation that exceeds \$2,500, at the last address of the creditor known to the corporation;
  - (b) a notice is published once in a newspaper published or distributed in the place where the corporation has its registered office; and
  - (c) each notice states that the corporation intends to amalgamate with one or more specified corporations in accordance with this Act unless a creditor of the corporation objects to the amalgamation within thirty days from the date of the notice.
- (4) Upon receipt of articles of amalgamation, the Director shall <sup>Certificate of amalgamation</sup> endorse thereon in accordance with section 272 a certificate which

shall constitute the certificate of amalgamation. R.S.O. 1980, c. 54, s. 188, *part, amended.*

**Effect of  
certificate**

**178.** Upon the articles of amalgamation becoming effective,

- (a) the amalgamating corporations are amalgamated and continue as one corporation under the terms and conditions prescribed in the amalgamation agreement;
- (b) the amalgamated corporation possesses all the property, rights, privileges and franchises and is subject to all liabilities, including civil, criminal and quasi-criminal, and all contracts, disabilities and debts of each of the amalgamating corporations;
- (c) a conviction against, or ruling, order or judgment in favour or against an amalgamating corporation may be enforced by or against the amalgamated corporation;
- (d) the articles of amalgamation are deemed to be the articles of incorporation of the amalgamated corporation and, except for the purposes of subsection 117 (1), the certificate of amalgamation is deemed to be the certificate of incorporation of the amalgamated corporation;
- (e) the amalgamated corporation shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against an amalgamating corporation before the amalgamation has become effective. R.S.O. 1980, c. 54, s. 188, *part, amended.*

**Articles of  
continuance**

**179.**—(1) A body corporate incorporated under the laws of any jurisdiction other than Ontario may, if it appears to the Director to be thereunto authorized by the laws of the jurisdiction in which it was incorporated, apply to the Director for a certificate of continuance. R.S.O. 1980, c. 54, s. 188, *part, amended.*

**Idem**

(2) Articles of continuance in prescribed form shall be sent to the Director together with any other prescribed documents.

**Amendments  
to original  
articles**

(3) The articles of continuance shall make any amendments to the original or restated articles of incorporation, articles of amalgamation, letters patent, supplementary letters patent, a special Act and any other instrument by which the body corporate was incorporated and any amendments thereto necessary to make the articles of continuance conform to the laws of Ontario, and may

make such other amendments as would be permitted under this Act if the body corporate were incorporated under the laws of Ontario, provided that at least the same shareholder approval has been obtained for such other amendments as would have been required under this Part if the body corporate were incorporated under the laws of Ontario. R.S.O. 1980, c. 54, s. 189 (1), *part, amended.*

(4) Upon receipt of articles of continuance and any other prescribed documents, the Director may, on such terms and subject to such limitations and conditions as he considers proper, endorse thereon in accordance with section 272 a certificate which shall constitute the certificate of continuance.

Endorsement  
of certificate  
of continuance

(5) Upon the articles of continuance becoming effective,

Effect of  
certificate

- (a) the body corporate becomes a corporation to which this Act applies as if it had been incorporated under this Act;
- (b) the articles of continuance are deemed to be the articles of incorporation of the continued corporation; and
- (c) except for the purposes of subsection 117 (1), the certificate of continuance is deemed to be the certificate of incorporation of the continued corporation.

(6) The Director shall send a copy of the certificate of continuance to the appropriate official or public body in the jurisdiction in which continuance under the Act was authorized. R.S.O. 1980, c. 54, s. 189, *part, amended.*

Copy of certifi-  
cate of con-  
tinuance

(7) When a body corporate is continued as a corporation under this Act,

Rights,  
liabilities, etc..  
preserved

- (a) the corporation possesses all the property, rights, privileges and franchises and is subject to all the liabilities, including civil, criminal and quasi-criminal, and all contracts, disabilities and debts of the body corporate;
- (b) a conviction against, or ruling, order or judgment in favour of or against, the body corporate may be enforced by or against the corporation; and
- (c) the corporation shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against the body corporate. R.S.O. 1980, c. 54, s. 191, *amended.*

Shares issued before body corporate continued under this Act

(8) Subject to subsection 56 (3), a share of a body corporate issued before the body corporate was continued under this Act shall be deemed to have been issued in compliance with this Act and with the provisions of the articles of continuance, irrespective that the share is not fully paid and of any designation, rights, privileges, restrictions or conditions set out on or referred to in the certificate representing the share, and continuance under this section does not deprive a holder of any right or privilege that he claims under, or relieve him of any liability in respect of, an issued share. *New.*

Transfer of Ontario corporations

**180.**—(1) Subject to subsection (9), a corporation may, if it is authorized by the shareholders and the Director in accordance with this section, apply to the appropriate official or public body of another jurisdiction requesting that the corporation be continued as if it had been incorporated under the laws of that other jurisdiction.

Notice to shareholders

(2) The notice of the meeting of shareholders shall include or be accompanied by a statement that a dissenting shareholder is entitled to be paid the fair value of his shares in accordance with section 184, but failure to make that statement does not invalidate an authorization under clause (3) (a).

Application for continuance

(3) An application for continuance becomes authorized,

- (a) by the shareholders when the shareholders voting thereon have approved of the continuance by a special resolution; and
- (b) by the Director when, following receipt from the corporation of an application in prescribed form, he endorses an authorization on the application.

Authorization by Director

(4) The Director may endorse the authorization if he is satisfied that the application is not prohibited by subsection (9).

Abandoning application

(5) The directors of a corporation may, if authorized by the shareholders, abandon an application without further approval of the shareholders.

Time limit to Director's authorization

(6) The authorization of the Director for an application for continuance expires ninety days after the date of endorsement of the authorization unless, within the ninety day period, the corporation is continued under the laws of the other jurisdiction.

Filing instrument of continuance

(7) The corporation shall file with the Director a copy of the instrument of continuance issued to it by the other jurisdiction within sixty days after the date of issuance.

(8) This Act ceases to apply to the corporation on the date upon which the corporation is continued under the laws of the other jurisdiction.

(9) A corporation shall not apply under subsection (1) to be continued as a body corporate under the laws of another jurisdiction unless those laws provide in effect that,

- (a) the property of the corporation continues to be the property of the body corporate;
- (b) the body corporate continues to be liable for the obligations of the corporation;
- (c) an existing cause of action, claim or liability to prosecution is unaffected;
- (d) a civil, criminal or administrative action or proceeding pending by or against the corporation may be continued to be prosecuted by or against the body corporate; and
- (e) a conviction against the corporation may be enforced against the body corporate or a ruling, order or judgment in favour of or against the corporation may be enforced by or against the body corporate. R.S.O. 1980, c. 54, s. 190, *amended*.

**181.**—(1) In this section, “arrangement”, with respect to a corporation, includes,

- (a) a reorganization of the shares of any class or series of the corporation or of the stated capital of any such class or series;
- (b) the addition to or removal from the articles of the corporation of any provision that is permitted by this Act to be, or that is, set out in the articles or the change of any such provision;
- (c) an amalgamation of the corporation with another corporation;
- (d) an amalgamation of a body corporate with a corporation that results in an amalgamated corporation subject to this Act;
- (e) a transfer of all or substantially all the property of the corporation to another body corporate in exchange for securities, money or other property of the body corporate;

R.S.O. 1980,  
c. 466

(f) an exchange of securities of the corporation held by security holders for other securities, money or other property of the corporation or securities, money or other property of another body corporate that is not a take-over bid as defined in Part XIX of the *Securities Act*;

(g) a liquidation or dissolution of the corporation;

(h) any other reorganization or scheme involving the business or affairs of the corporation or of any or all of the holders of its securities or of any options or rights to acquire any of its securities that is, at law, an arrangement; and

(i) any combination of the foregoing. R.S.O. 1980, c. 54, s. 184 (1), *amended*.

Scheme of arrangement

(2) A corporation proposing an arrangement shall prepare, for the approval of the shareholders, a statement thereof setting out in detail what is proposed to be done and the manner in which it is proposed to be done.

Adoption of arrangement

(3) Subject to any order of the court made under subsection (5), where an arrangement has been approved by shareholders of a corporation and by holders of shares of each class or series entitled to vote separately thereon, in each case by special resolution, the arrangement shall have been adopted by the shareholders of the corporation and the corporation may apply to the court for an order approving the arrangement.

Separate votes

(4) The holders of shares of a class or series of shares of a corporation are not entitled to vote separately as a class or series in respect of an arrangement unless the statement of the arrangement referred to in subsection (2) contains a provision that, if contained in a proposed amendment to the articles, would entitle such holders to vote separately as a class or series under section 169 and, if the statement of the arrangement contains such a provision, such holders are entitled to vote separately on the arrangement whether or not such shares otherwise carry the right to vote.

Application to court

(5) The corporation may, at any time, apply to the court for advice and directions in connection with an arrangement or proposed arrangement and the court may make such order as it considers appropriate, including, without limiting the generality of the foregoing,

(a) an order determining the notice to be given to any interested person or dispensing with notice to any person;

- (b) an order requiring a corporation to call, hold and conduct an additional meeting of, or to hold a separate vote of, all or any particular group of holders of any securities or warrants of the corporation in such manner as the court directs;
- (c) an order permitting a shareholder to dissent under section 184 if the arrangement is adopted;
- (d) an order appointing counsel, at the expense of the corporation, to represent the interests of shareholders;
- (e) an order that the arrangement or proposed arrangement shall be deemed not to have been adopted by the shareholders of the corporation unless it has been approved by a specified majority that is greater than two-thirds of the votes cast at a meeting of the holders, or any particular group of holders, of securities or warrants of the corporation; and
- (f) an order approving the arrangement as proposed by the corporation or as amended in any manner the court may direct, subject to compliance with such terms and conditions, if any, as the court thinks fit,

and to the extent that any such order is inconsistent with a provision of this section such order shall prevail.

(6) Where a reorganization or scheme is proposed as an arrangement and involves an amendment of the articles of a corporation or the taking of any other steps that could be made or taken under any other provision of this Act, the procedure provided for in this section, and not the procedure provided for in such other provision, applies to such reorganization or scheme. Procedure

(7) Where an amendment of articles is proposed to be made Idem under section 167 that could be made under this section, the procedure provided for in section 167 and not the procedure provided for in this section applies in respect of the amendment.

(8) An applicant under this section shall give the Director notice of the application, and the Director is entitled to appear and be heard in person or by counsel. R.S.O. 1980, c. 54, s. 185 (2-8), Director entitled to be heard  
*amended.*

**182.**—(1) After an order referred to in clause 181 (5) (f) has been made, articles of arrangement in prescribed form shall be sent to the Director. Articles of arrangement sent to Director

## Certificate of arrangement

(2) Upon receipt of articles of arrangement the Director shall endorse thereon in accordance with section 272 a certificate which shall constitute the certificate of arrangement. *New.*

## Borrowing powers

**183.**—(1) Unless the articles or by-laws of or a unanimous shareholder agreement otherwise provide, the articles of a corporation shall be deemed to state that the directors of a corporation may, without authorization of the shareholders,

- (a) borrow money upon the credit of the corporation;
- (b) issue, reissue, sell or pledge debt obligations of the corporation;
- (c) subject to section 20, give a guarantee on behalf of the corporation to secure performance of an obligation of any person; and
- (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any obligation of the corporation.

## Delegation of powers

(2) Unless the articles or by-laws of or a unanimous shareholder agreement relating to a corporation otherwise provide, the directors may by resolution delegate any or all of the powers referred to in subsection (1) to a director, a committee of directors or an officer. R.S.O. 1980, c. 54, s. 51, *amended*.

## Sale, etc., requires approval of shareholders

(3) A sale, lease or exchange of all or substantially all the property of a corporation other than in the ordinary course of business of the corporation requires the approval of the shareholders in accordance with subsections (4) to (8).

## Notice

(4) The notice of a meeting of shareholders to approve a transaction referred to in subsection (3) shall include or be accompanied by,

- (a) a copy or summary of the agreement of sale, lease or exchange; and
- (b) a statement that a dissenting shareholder is entitled to be paid the fair value of his shares in accordance with section 184, but failure to make that statement does not invalidate a sale, lease or exchange referred to in subsection (3).

(5) At the meeting referred to in subsection (4), the shareholders may authorize the sale, lease or exchange and may fix or authorize the directors to fix any of the terms and conditions thereof.

(6) If a sale, lease or exchange by a corporation referred to in subsection (3) would affect a particular class or series of shares of the corporation in a manner different from the shares of another class or series of the corporation entitled to vote on the sale, lease or exchange at the meeting referred to in subsection (4), the holders of such first mentioned class or series of shares, whether or not they are otherwise entitled to vote, are entitled to vote separately as a class or series in respect to such sale, lease or exchange.

(7) The approval of a sale, lease or exchange referred to in subsection (3) is effective when the shareholders have approved the sale, lease or exchange by a special resolution of the holders of the shares of each class or series entitled to vote thereon.

(8) The directors of a corporation may, if authorized by the shareholders approving a proposed sale, lease or exchange, and subject to the rights of third parties, abandon the sale, lease or exchange without further approval of the shareholders. *New.*

**184.**—(1) Subject to subsection (3) and to sections 185 and 247, if a corporation resolves to,

- (a) amend its articles under section 167 to add, remove or change restrictions on the issue, transfer or ownership of shares of a class or series of the shares of the corporation;
- (b) amend its articles under section 167 to add, remove or change any restriction upon the business or businesses that the corporation may carry on or upon the powers that the corporation may exercise;
- (c) amalgamate with another corporation under sections 174 and 175;
- (d) be continued under the laws of another jurisdiction under section 180; or
- (e) sell, lease or exchange all or substantially all its property under subsection 183 (3),

a holder of shares of any class or series entitled to vote on the resolution may dissent.

(2) If a corporation resolves to amend its articles in a manner referred to in subsection 169 (1), a holder of shares of any class or series entitled to vote on the amendment under section 167 or 169 may dissent, except in respect of an amendment referred to in,

Shareholders  
may authorize  
sale, etc.

Right to vote  
separately

When  
approval  
effective

Approval by  
directors

Rights of dis-  
senting share-  
holders

Idem

- Exception**
- (a) clause 169 (1) (a), (b) or (e) where the articles provide that the holders of shares of such class or series are not entitled to dissent; or
  - (b) subsection 169 (5) or (6).
- Shareholder's right to be paid fair value**
- (3) A shareholder of a corporation incorporated before this Act comes into force is not entitled to dissent under this section in respect of an amendment of the articles of the corporation to the extent that the amendment,
- (a) amends the express terms of any provision of the articles of the corporation to conform to the terms of the provision as deemed to be amended by section 275; or
  - (b) deletes from the articles of the corporation all of the objects of the corporation set out in its articles, provided that the deletion is made within three years after this Act comes into force.
- No partial dissent**
- (4) In addition to any other right he may have, but subject to subsection (28), a shareholder who complies with this section is entitled, when the action approved by the resolution from which he dissents becomes effective, to be paid by the corporation the fair value of the shares held by him in respect of which he dissents, determined as of the close of business on the day before the resolution was adopted.
- Objection**
- (5) A dissenting shareholder may only claim under this section with respect to all the shares of a class held by him on behalf of any one beneficial owner and registered in the name of the dissenting shareholder.
  - (6) A dissenting shareholder shall send to the corporation, at or before any meeting of shareholders at which a resolution referred to in subsection (1) or (2) is to be voted on, a written objection to the resolution, unless the corporation did not give notice to the shareholder of the purpose of the meeting or of his right to dissent.
- Notice of adoption of resolution**
- (7) The corporation shall, within ten days after the shareholders adopt the resolution, send to each shareholder who has filed the objection referred to in subsection (6) notice that the resolution has been adopted, but such notice is not required to be sent to any shareholder who voted for the resolution or who has withdrawn his objection.
- Demand for payment of fair value**
- (8) A dissenting shareholder entitled to receive notice under subsection (7) shall, within twenty days after he receives such

notice, or, if he does not receive such notice, within twenty days after he learns that the resolution has been adopted, send to the corporation a written notice containing,

- (a) his name and address;
- (b) the number and class of shares in respect of which he dissents; and
- (c) a demand for payment of the fair value of such shares.

(9) Not later than the thirtieth day after the sending of a notice under subsection (8), a dissenting shareholder shall send the certificates representing the shares in respect of which he dissents to the corporation or its transfer agent.

Certificates to  
be sent in

(10) A dissenting shareholder who fails to comply with subsections (6), (8) and (9) has no right to make a claim under this section.

*Idem*

(11) A corporation or its transfer agent shall endorse on any share certificate received under subsection (9) a notice that the holder is a dissenting shareholder under this section and shall return forthwith the share certificates to the dissenting shareholder.

Endorsement  
on certificate

(12) On sending a notice under subsection (8), a dissenting shareholder ceases to have any rights as a shareholder other than the right to be paid the fair value of his shares as determined under this section except where,

Rights of dis-  
senting share-  
holder

- (a) the dissenting shareholder withdraws his notice before the corporation makes an offer under subsection (13);
- (b) the corporation fails to make an offer in accordance with subsection (13) and the dissenting shareholder withdraws his notice; or
- (c) the directors revoke a resolution to amend the articles under subsection 167 (2), terminate an amalgamation agreement under subsection 175 (5) or an application for continuance under subsection 180 (5), or abandon a sale, lease or exchange under subsection 183 (8),

in which case his rights as the holder of the shares in respect of which he has dissented are reinstated as of the date he sent the notice referred to in subsection (8), and he is entitled, upon presentation and surrender to the corporation or its transfer agent of any certificate representing the shares that has been endorsed in

accordance with subsection (11), to be issued a new certificate representing the same number of shares as the certificate so presented, without payment of any fee.

Offer to pay

(13) A corporation shall, not later than seven days after the later of the day on which the action approved by the resolution is effective or the day the corporation received the notice referred to in subsection (8), send to each dissenting shareholder who has sent such notice,

- (a) a written offer to pay for his shares in an amount considered by the directors of the corporation to be the fair value thereof, accompanied by a statement showing how the fair value was determined; or
- (b) if subsection (28) applies, a notification that it is unable lawfully to pay dissenting shareholders for their shares.

Idem

(14) Every offer made under subsection (13) for shares of the same class or series shall be on the same terms.

Idem

(15) Subject to subsection (28), a corporation shall pay for the shares of a dissenting shareholder within ten days after an offer made under subsection (13) has been accepted, but any such offer lapses if the corporation does not receive an acceptance thereof within thirty days after the offer has been made.

Application to court to fix fair value

(16) Where a corporation fails to make an offer under subsection (13) or if a dissenting shareholder fails to accept an offer, the corporation may, within fifty days after the action approved by the resolution is effective or within such further period as the court may allow, apply to the court to fix a fair value for the shares of any dissenting shareholder.

Idem

(17) If a corporation fails to apply to the court under subsection (16), a dissenting shareholder may apply to the court for the same purpose within a further period of twenty days or within such further period as the court may allow.

Idem

(18) A dissenting shareholder is not required to give security for costs in an application made under subsection (16) or (17).

Costs

(19) If a corporation fails to comply with subsection (13), then the costs of a shareholder application under subsection (17) are to be borne by the corporation unless the court otherwise orders.

Notice to shareholders

(20) Before making application to the court under subsection (16) or not later than seven days after receiving notice of an application to the court under subsection (17), as the case may

be, a corporation shall give notice to each dissenting shareholder who, at the date upon which the notice is given,

- (a) has sent to the corporation the notice referred to in subsection (8); and
- (b) has not accepted an offer made by the corporation under subsection (13), if such an offer was made,

of the date, place and consequences of the application and of his right to appear and be heard in person or by counsel, and a similar notice shall be given to each dissenting shareholder who, after the date of such first mentioned notice and before termination of the proceedings commenced by the application, satisfies the conditions set out in clauses (a) and (b) within three days after he satisfies such conditions.

(21) All dissenting shareholders who satisfy the conditions set out in clauses (20) (a) and (b) shall be deemed to be joined as parties to an application under subsection (16) or (17) on the later of the date upon which the application is brought and the date upon which they satisfy the conditions, and shall be bound by the decision rendered by the court in the proceedings commenced by the application. Parties joined

(22) Upon an application to the court under subsection (16) or (17), the court may determine whether any other person is a dissenting shareholder who should be joined as a party, and the court shall fix a fair value for the shares of all dissenting shareholders. Idem

(23) The court may in its discretion appoint one or more appraisers to assist the court to fix a fair value for the shares of the dissenting shareholders. Appraisers

(24) The final order of the court in the proceedings commenced by an application under subsection (16) or (17) shall be rendered against the corporation and in favour of each dissenting shareholder who, whether before or after the date of the order, complies with the conditions set out in clauses (20) (a) and (b). Final order

(25) The court may in its discretion allow a reasonable rate of interest on the amount payable to each dissenting shareholder from the date the action approved by the resolution is effective until the date of payment. Interest

(26) Where subsection (28) applies, the corporation shall, within ten days after the pronouncement of an order under subsection (24), notify each dissenting shareholder that it is unable lawfully to pay dissenting shareholders for their shares. Where corporation unable to pay

Idem (27) Where subsection (28) applies, a dissenting shareholder, by written notice sent to the corporation within thirty days after receiving a notice under subsection (26), may,

- (a) withdraw his notice of dissent, in which case the corporation is deemed to consent to the withdrawal and the shareholder is reinstated to his full rights as a shareholder; or
- (b) retain a status as a claimant against the corporation, to be paid as soon as the corporation is lawfully able to do so or, in a liquidation, to be ranked subordinate to the rights of creditors of the corporation but in priority to its shareholders.

Idem (28) A corporation shall not make a payment to a dissenting shareholder under this section if there are reasonable grounds for believing that,

- (a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or
- (b) the realizable value of the corporation's assets would thereby be less than the aggregate of its liabilities.

Court order (29) Upon application by a corporation that proposes to take any of the actions referred to in subsection (1) or (2), the court may, if satisfied that the proposed action is not in all the circumstances one that should give rise to the rights arising under subsection (4), by order declare that those rights will not arise upon the taking of the proposed action, and the order may be subject to compliance with such terms and conditions as the court thinks fit and notice of any such application and a copy of any order made by the court upon such application shall be served upon the Director and, if the corporation is an offering corporation, upon the Commission.

Director may appear (30) The Director and, in the case of an offering corporation, the Commission may appoint counsel to assist the court upon the hearing of an application under subsection (29). R.S.O. 1980, c. 54, s. 98, *amended*.

Reorganization  
R.S.C. 1970,  
c. B-4 (185.)—(1) In this section, “reorganization” means a court order made under section 247 or an order made under the *Bankruptcy Act* (Canada) approving a proposal.

Articles amended (2) If a corporation is subject to a reorganization, its articles may be amended by the order to effect any change that might lawfully be made by an amendment under section 167.

Auxiliary powers of court (3) Where a reorganization is made, the court making the order may also,

- (a) authorize the issue of debt obligations of the corporation, whether or not convertible into shares of any class or having attached any rights or options to acquire shares of any class, and fix the terms thereof; and
- (b) appoint directors in place of or in addition to all or any of the directors then in office.

(4) After a reorganization has been made, articles of reorganization in prescribed form shall be sent to the Director. Articles of reorganization

(5) Upon receipt of articles of reorganization, the Director shall endorse thereon in accordance with section 272 a certificate which shall constitute the certificate of amendment and the articles are amended accordingly. Certificate

(6) A shareholder is not entitled to dissent under section 184 if an amendment to the articles is effected under this section. No dissent

*New.*

## PART XV

### COMPULSORY ACQUISITIONS

**186.**—(1) This Part applies only to an offering corporation. Application

(2) In this Part, Interpretation

- (a) “dissenting offeree” means a person to whom a take-over bid or issuer bid is made who does not accept the take-over bid or issuer bid and includes a person who subsequently acquires a security that is the subject of the bid;
- (b) “equity security” means any security other than a debt obligation of a corporation;
- (c) “issuer bid” means an offer made by a corporation to security holders to purchase, redeem or otherwise acquire any or all of a class of the securities of the corporation, other than where,
  - (i) the securities to be purchased, redeemed or otherwise acquired are debt securities that are not convertible into equity securities,
  - (ii) the securities are to be purchased, redeemed or otherwise acquired in accordance with the terms and conditions thereof or otherwise agreed to at

the time they were issued or subsequently varied by amendment of the documents setting out those terms and conditions, or are acquired to meet sinking fund requirements or from an employee or a former employee of the issuer or of an affiliate, or

- (iii) the purchases, redemptions or other acquisitions to be made are required by the instrument creating or governing the class of securities or by this Act;
- (d) "offeree" means a person to whom a take-over bid or an issuer bid is made;
- (e) "offeree corporation" means a corporation whose securities are the subject of a take-over bid;
- (f) "offeror" means a person, other than an agent, who makes a take-over bid or an issuer bid;
- (g) "take-over bid" means an offer made to security holders of an offeree corporation to purchase directly or indirectly voting securities of the offeree corporation, where the voting securities that are the subject of the offer to purchase, the acceptance of the offer to sell or the combination thereof, as the case may be, together with the securities currently owned by the offeror, its affiliates and associates will carry, in the aggregate, 10 per cent or more of the voting rights attached to the voting securities of the offeree corporation that would be outstanding on exercise of all currently exercisable rights of purchase, conversion or exchange relating to voting securities of the offeree corporation;
- (h) "voting security" includes,
  - (i) a security currently convertible into a voting security or into another security that is convertible into a voting security,
  - (ii) a currently exercisable option or right to acquire a voting security or another security that is convertible into a voting security, or
  - (iii) a security carrying an option or right referred to in subclause (ii). *New.*

90 per cent of the securities of any class of securities to which the bid relates, other than securities held at the date of the bid by or on behalf of the offeror, or an affiliate or associate of the offeror, the offeror is entitled, upon complying with this section, to acquire the securities held by dissenting offerees.

(2) An offeror may acquire the securities of any class to which the bid relates that are held by a dissenting offeree by sending on or before the earlier of the sixtieth day following the termination of the bid and the one hundred and eightieth day following the date of the bid an offeror's notice to each dissenting offeree and to the Director stating in substance that,

Shares of  
dissenting  
offeree

- (a) offerees holding more than 90 per cent of the securities to which the bid relates other than securities held at the date of the bid by or on behalf of the offeror or an affiliate or associate of the offeror have accepted the bid;
- (b) the offeror is bound to take up and pay for or has taken up and paid for the securities of the offerees who accepted the bid;
- (c) a dissenting offeree is required to elect,
  - (i) to transfer his securities to the offeror on the terms on which the offeror acquired the securities of the offerees who accepted the bid, or
  - (ii) to demand payment of the fair value of his securities in accordance with subsections (13) to (21) by notifying the offeror within twenty days after receipt of the offeror's notice;
- (d) a dissenting offeree who does not notify the offeror in accordance with subclause (c) (ii) is deemed to have elected to transfer his securities to the offeror on the same terms that the offeror acquired the securities from the offerees who accepted the bid; and
- (e) a dissenting offeree must send the certificates representing his securities to which the bid relates to the offeree corporation or, in the case of an issuer bid, to the offeror within twenty days after he receives the offeror's notice.

(3) In the case of, Notice

- (a) a take-over bid, concurrently with sending the offeror's notice under subsection (2), the offeror shall send or deliver to the offeree corporation a notice of adverse claim in accordance with section 88 with respect to each share held by a dissenting offeree; or
- (b) an issuer bid, the offeror shall be deemed to have notice of an adverse claim for the purpose of section 88 with respect to each share held by a dissenting offeree.

Sending in  
share  
certificates

(4) A dissenting offeree to whom an offeror's notice is sent under subsection (2) shall, within twenty days after he receives that notice,

- (a) send the certificates representing his securities to which the take-over bid relates to the offeree corporation; or
- (b) send the certificates representing his securities to which the issuer bid relates to the offeror.

Payment by  
offeror

(5) Within twenty days after the offeror sends an offeror's notice under subsection (2), the offeror shall pay or transfer to the offeree corporation the amount of money or other consideration that the offeror would have had to pay or transfer to all dissenting offerees if they had elected to accept the take-over bid under subclause (2) (c) (i).

Trust funds

(6) An offeree corporation is deemed to hold in trust for dissenting offerees the money or other consideration it receives under subsection (5), and the offeree corporation shall deposit the money in a separate account in a bank or other body corporate any of whose deposits are insured by the Canada Deposit Insurance Corporation and shall place the other consideration in the custody of a bank or other such body corporate.

Idem

(7) The offeror making an issuer bid is deemed to hold in trust for dissenting offerees the money or other consideration that the offeror would have had to pay or transfer to all dissenting offerees if they had elected to accept the issuer bid under subclause (2) (c) (i) and, within twenty days after the issuer sends an offeror's notice under subsection (2), the issuer shall deposit any such money in a separate account in a bank or other body corporate any of whose deposits are insured by the Canada Deposit Insurance Corporation and shall place the other consideration in the custody of a bank or such other body corporate within twenty days after the offeror sends an offeror's notice under subsection (2).

Notice of  
compliance

(8) Within ten days after the offeror complies with subsection (5) or subsection (7), as the case may be, the offeror shall give notice of the date of such compliance to all dissenting offerees.

Application  
to court

(9) At any time prior to the thirtieth day following the day upon which the offeror's notice referred to in subsection (2) is sent to dissenting offerees, a dissenting offeree who has demanded payment of the fair value of his securities in accordance with subclause (2) (c) (ii) may apply to the court for an order requiring the person who has sent the offeror's notice to provide, in such form as the court considers appropriate, such additional

security for payment to dissenting offerees of the fair value of their securities as the court may determine to be necessary, pending the determination of such fair value.

(10) The securities of all dissenting offerees shall be deemed to have been acquired by the offeror, Where shares  
deemed  
acquired

- (a) where an application under subsection (9) has not been made within the time set out in subsection (9), upon the expiration of that time; or
- (b) where an application has been made under subsection (9), upon compliance with the order made in respect of the application.

(11) Within ten days after the acquisition of the securities of dissenting offerees under subsection (10) by an offeror who has made a take-over bid, the offeree corporation shall, Duties of  
offeree  
corporation

- (a) issue to the offeror a security certificate in respect of the securities that were held by dissenting offerees;
- (b) send to each dissenting offeree who elects to accept the take-over bid terms under subclause (2) (c) (i) and who sends his security certificates as required under clause (4) (a), the money or other consideration to which he is entitled; and
- (c) send to each dissenting offeree who has not sent his security certificates as required under clause (4) (a), notice stating in substance that,
  - (i) the certificates representing his securities have been cancelled,
  - (ii) the offeree corporation or some designated person holds in trust for him the money or other consideration to which he is entitled as payment for or in exchange for his securities, and
  - (iii) the offeree corporation will, subject to subsections (13) to (21), send that money or other consideration to him forthwith after receiving his securities.

(12) Within ten days after the acquisition of the securities of dissenting offerees under subsection (10) by an offeror who has made an issuer bid, the offeror shall, Payment by  
offeror

- (a) send to each dissenting offeree who elects to accept the issuer bid terms under subclause (2) (c) (i) and who sends his security certificates as required under clause (4) (b), the money or other consideration to which he is entitled; and
- (b) send to each dissenting offeree who has not sent his security certificates as required under clause (4) (b) a notice stating in substance that,
  - (i) the certificates representing his securities have been cancelled,
  - (ii) the offeror or some designated person holds in trust for him the money or other consideration to which he is entitled as payment for or in exchange for his securities, and
  - (iii) the offeror will, subject to subsections (13) to (21), send that money or other consideration to him forthwith after receiving his securities.

Application to fix fair value

(13) If a dissenting offeree has elected to demand payment of the fair value of his securities under subclause (2) (c) (ii), the offeror may, in the case of a take-over bid, within twenty days after it has complied with subsection (5) or, in the case of an issuer bid, within twenty days after it has complied with subsection (7), apply to the court to fix the fair value of the securities of that dissenting offeree.

Idem

(14) If an offeror fails to apply to the court under subsection (13), a dissenting offeree may apply to the court for the same purpose within a further period of twenty days.

Where no application

(15) If no application is made to the court under subsection (13) or (14) within the periods set out in those subsections, a dissenting offeree is deemed to have elected to transfer his securities to the offeror on the same terms that the offeror acquired the securities from offerees who accepted the take-over or issuer bid and, provided that the dissenting offeree has complied with subsection (4), the issuer or the offeree corporation, as the case may be, shall pay or transfer to the dissenting offeree the money or other consideration to which he is entitled.

Security for costs not required

(16) A dissenting offeree is not required to give security for costs in an application made under subsection (13) or (14).

Parties

(17) Upon an application under subsection (13) or (14),

- (a) all dissenting offerees referred to in subclause (2) (c) (ii) whose securities have not been acquired by the offeror

shall be joined as parties and are bound by the decision of the court; and

- (b) the offeror shall notify each such dissenting offeree of the date, place and consequences of the application and of his right to appear and be heard in person or by counsel.

(18) Upon an application to the court under subsection (13) or <sup>Idem</sup> (14), the court may determine whether any other person is a dissenting offeree who should be joined as a party, and the court shall then fix a fair value for the securities of all dissenting offerees.

(19) The court may appoint one or more appraisers to assist the court in fixing a fair value for the securities of each dissenting offeree. <sup>Appointment of appraisers</sup>

(20) The final order of the court shall be made against the offeror in favour of each dissenting offeree. <sup>Final order</sup>

(21) In connection with proceedings under this section, the court may make any order it thinks fit and, without limiting the generality of the foregoing, it may, <sup>What court may order</sup>

- (a) fix the amount of money or other consideration that is required to be held in trust under subsection (6) or (7);
- (b) order that the money or other consideration be held in trust by a person other than,
  - (i) the offeree corporation, or
  - (ii) in the case of an issuer bid, the offeror corporation;
- (c) allow a reasonable rate of interest on the amount payable to each dissenting offeree from the date he sends his security certificates under subsection (4) until the date of payment; or
- (d) order that any money payable to a dissenting offeree who cannot be found be paid to the Public Trustee. *New.*

**188.**—(1) Where 90 per cent or more of a class of securities of a corporation, other than debt obligations, are acquired by or on behalf of a person, his affiliates and his associates, then the holder of any securities of that class not counted for the purposes of calculating such percentage shall be entitled in accordance with this section to require the corporation to acquire his securities of that class. <sup>Where corporation required to acquire securities</sup>

- Notice                             (2) Every corporation, within thirty days after it becomes aware that security holders are entitled to require it to acquire their securities under subsection (1), shall send a written notice to each such security holder that he may within sixty days after the date of such notice require the corporation to acquire his securities.
- Idem                             (3) The notice sent by the corporation under subsection (2) shall,
- (a) set out a price that the corporation is willing to pay for the securities;
  - (b) give the basis for arriving at the price;
  - (c) state the location where any supporting material used for arriving at the price may be examined and extracts taken therefrom by the security holder or his duly authorized agent; and
  - (d) state that if the security holder is not satisfied with the price offered by the corporation in the notice he is entitled to have the fair value of his securities fixed by the court.
- Election by security holder                     (4) Where a security holder receives a notice under subsection (2) and wishes the corporation to acquire his securities, he may, within sixty days after the date of the notice,
- (a) elect to accept the price offered by the corporation by giving notice of his acceptance to the corporation and by forthwith sending his security certificates to the corporation; or
  - (b) notify the corporation that he wishes to have the fair value of his securities fixed by the court.
- Application to fix fair value                     (5) Where a security holder wishes to have the fair value of his securities fixed by the court, the corporation shall make an application to the court within ninety days after the date of the notice under subsection (2).
- Idem                             (6) If a corporation fails to send notice under subsection (2), a security holder, after giving the corporation thirty days notice of his intention so to do, may apply to the court to have the fair value of his securities fixed.
- Idem                             (7) If a corporation fails to make an application to the court as required under subsection (5), a security holder may make the application.

(8) Upon an application to the court under subsection (5), (6) <sup>Parties</sup>  
or (7),

- (a) all security holders who have notified the corporation under clause (4) (b) may be joined as parties as the court thinks fit and, if so joined, are bound by the decision of the court; and
- (b) the corporation shall notify each security holder entitled to notice under subsection (2) of the date, place and purpose of the application and of his right to appear and be heard in person or by counsel.

(9) Upon an application to the court under subsection (5), (6) <sup>Idem</sup>  
or (7), the court may determine whether any security holders should properly be sent or have been sent notice and whether such security holders should be joined as parties.

(10) The court may appoint one or more appraisers to assist the <sup>Appointment of</sup>  
court in fixing a fair value for the securities. <sup>appraiser</sup>

(11) The final order of the court shall be made against the <sup>Final</sup>  
corporation in favour of each entitled security holder. <sup>order</sup>

(12) A security holder requesting the court to fix the fair value <sup>Security not</sup>  
of his securities is not required to give security for costs on the <sup>required</sup>  
application.

(13) The costs under this section shall be on a solicitor and client <sup>Costs</sup>  
basis. <sup>New.</sup>

**189.—(1) In this section,**

<sup>Interpre-</sup>  
<sup>ation</sup>

- (a) “affected security” means a participating security of a corporation in which the interest of the holder would be terminated by reason of a going private transaction;
- (b) “going private transaction” means an amalgamation, arrangement, consolidation or other transaction carried out under this Act by a corporation that would cause the interest of a holder of a participating security of the corporation to be terminated without the consent of the holder and without the substitution therefor of an interest of equivalent value in a participating security that,
  - (i) is issued by the corporation, an affiliate of the corporation or a successor body corporate, and

- (ii) is not limited in the extent of its participation in earnings to any greater extent than the participating security for which it is substituted,

but does not include,

- (iii) an acquisition under section 187;

- (iv) a redemption of, or other compulsory termination of the interest of the holder in, a security if the security is redeemed or otherwise acquired in accordance with the terms and conditions attaching thereto or under a requirement of the articles relating to the class of securities or of this Act, or

- (v) a proceeding under Part XVI;

- (c) "participating security" means a security issued by a body corporate other than a security that is, in all circumstances, limited in the extent of its participation in earnings and includes,

- (i) a security currently convertible into such a security, and
- (ii) currently exercisable warrants entitling the holder to acquire such a security or such a convertible security.

**Going private transaction**

- (2) A corporation that proposes to carry out a going private transaction shall have prepared by an independent, qualified valuer a written valuation indicating a per security value or range of values for each class of affected securities, and,

- (a) the valuation shall be prepared or revised as of a date not more than 120 days before the announcement of the going private transaction, with appropriate adjustments for subsequent events other than the going private transaction;
- (b) the valuation shall not contain a downward adjustment to reflect the fact that the affected securities do not form part of a controlling interest; and
- (c) if the consideration to be received by the holders of the affected securities is wholly or partly other than cash, or a right to receive cash within ninety days after the approval by security holders of the going private transaction, the valuation shall include the valuer's opinion

whether the value of each affected security to be surrendered is equal to or greater than the total value of the consideration to be received therefor.

(3) The corporation shall send a management information circular to the holders of the affected securities not less than forty days prior to the date of a meeting which shall be called by it to consider that transaction, and the information circular shall contain, in addition to any other required information and subject to any exemption granted under subsection (6),

- (a) a summary of the valuation prepared in compliance with subsection (2) and a statement that a holder of an affected security may inspect a copy of the valuation at the registered office of the corporation or may obtain a copy of the valuation upon request and payment of a specified amount sufficient to cover reasonable costs of reproduction and mailing;
- (b) a statement of the approval or approvals of holders of affected securities required to be obtained in accordance with this section;
- (c) a certificate signed by a senior officer or a director of the corporation certifying that he and, to his knowledge, the corporation are unaware of any material fact relevant to the valuation prepared in compliance with subsection (2) that was not disclosed to the valuer; and
- (d) a statement of the class or classes of affected securities and of the number of securities of each class and, if any securities of any such class are, under paragraph 3 of subsection (4), not to be taken into account in the vote required by subsection (4), a statement of the number thereof and why they are not to be taken into account,

but if all or any portion of a class of affected securities is represented by certificates that are not in registered form, it shall be sufficient to make the information circular available to the holders of such affected securities in the manner provided for in the terms of the securities for sending notice to such holders or otherwise in such manner as may be prescribed.

(4) A corporation shall not carry out a going private transaction Idem unless, in addition to any other required security holder approval, the transaction is approved by the holders of each class of affected securities by a vote in accordance with the following provisions:

1. If the consideration to be received by a holder of an affected security of the particular class is,

Information circular

- i. payable wholly or partly other than in cash or a right to receive cash within ninety days after the approval of the going private transaction, or
- ii. payable entirely in cash and is less in amount than the per security value or the mid-point of the range of per security values, arrived at by the valuation prepared in compliance with subsection (2),

then the approval shall be given by a special resolution.

2. In cases other than those referred to in paragraph 1, the approval shall be given by an ordinary resolution.
3. In determining whether the transaction has been approved by the requisite majority, the votes of,
  - i. securities held by affiliates of the corporation,
  - ii. securities the beneficial owners of which will, consequent upon the going private transaction, be entitled to a per security consideration greater than that available to other holders of affected securities of the same class,
  - iii. securities the beneficial owners of which, alone or in concert with others, effectively control the corporation and who, prior to distribution of the information circular, entered into an understanding that they would support the going private transaction,

shall be disregarded both in determining the total number of votes cast and in determining the number of votes cast in favour of or against the transaction.

**Effect of section**

- (5) The rights provided by this section are in addition to any other rights of a holder of affected securities.

**Powers of Commission**

- (6) Upon an application by an interested person, the Commission may, subject to such terms and conditions as it may impose, exempt any person from any requirement of this section where in its opinion to do so would not be prejudicial to the public interest, and the Commission may publish guidelines as to the manner and circumstances in which it will exercise this discretion.

**Rights of security holder**

- (7) A holder of an affected security that is a share of any class of a corporation may dissent from a going private transaction upon compliance with the procedures set out in section 184, in which case he shall be entitled to the rights and remedies provided by that section. *New.*

## PART XVI

## LIQUIDATION AND DISSOLUTION

**190.** In sections 192 to 235, "contributory" means a person who is liable to contribute to the property of a corporation in the event of the corporation being wound up under this Act. R.S.O. 1980, c. 54, s. 192.

**191.** Sections 192 to 204 apply to corporations being wound up voluntarily. R.S.O. 1980, c. 54, s. 193.

**192.**—(1) The shareholders of a corporation may, by special resolution, require the corporation to be wound up voluntarily.

(2) At such meeting, the shareholders shall appoint one or more persons, who may be directors, officers or employees of the corporation, as liquidator of the estate and effects of the corporation for the purpose of winding up its business and affairs and distributing its property, and may at that or any subsequent meeting fix his remuneration and the costs, charges and expenses of the winding up.

(3) On the application of any shareholder or creditor of the corporation or of the liquidator, the court may review the remuneration of the liquidator and, whether or not the remuneration has been fixed in accordance with subsection (2), the court may fix and determine the remuneration at such amount as it thinks proper.

(4) A corporation shall file notice, in the prescribed form, of a resolution requiring the voluntary winding up of the corporation with the Director within ten days after the resolution has been passed and shall publish the notice in *The Ontario Gazette* within twenty days after the resolution has been passed. R.S.O. 1980, c. 54, s. 194, *amended*.

**193.** The shareholders of a corporation being wound up voluntarily may delegate to any committee of shareholders, contributories or creditors, hereinafter referred to as inspectors, the power of appointing the liquidator and filling any vacancy in the office of liquidator, or may enter into any arrangement with creditors of the corporation with respect to the powers to be exercised by the liquidator and the manner in which they are to be exercised. R.S.O. 1980, c. 54, s. 195, *amended*.

**194.** If a vacancy occurs in the office of liquidator by death, resignation or otherwise, the shareholders may, subject to any arrangement the corporation may have entered into with its creditors upon the appointment of inspectors, fill such vacancy, and a meeting for that purpose may be called by the continuing

liquidator, if any, or by any shareholder or contributory, and shall be deemed to have been duly held if called in the manner prescribed by the articles or by-laws of the corporation, or, in default thereof, in the manner prescribed by this Act for calling meetings of the shareholders of the corporation. R.S.O. 1980, c. 54, s. 196, *amended*.

Removal of  
liquidator

**195.** The shareholders of a corporation may by ordinary resolution passed at a meeting called for that purpose remove a liquidator appointed under section 192, 193 or 194, and in such case shall appoint another liquidator in his stead. R.S.O. 1980, c. 54, s. 197, *amended*.

Commencement  
of winding up

**196.** A voluntary winding up commences at the time of the passing of the resolution requiring the winding up or at such later time as may be specified in the resolution. R.S.O. 1980, c. 54, s. 198, *amended*.

Corporation  
to cease  
business

**197.** A corporation being wound up voluntarily shall, from the commencement of its winding up, cease to carry on its undertaking, except in so far as may be required as beneficial for the winding up thereof, and all transfers of shares, except transfers made to or with the sanction of the liquidator taking place after the commencement of its winding up, are void, but its corporate existence and all its corporate powers, notwithstanding that it is otherwise provided by its articles or by-laws, continue until its affairs are wound up. R.S.O. 1980, c. 54, s. 199, *amended*.

No proceedings  
against  
corporation  
after  
voluntary  
winding up  
except by leave

**198.** After the commencement of a voluntary winding up,

- (a) no action or other proceeding shall be commenced against the corporation; and
- (b) no attachment, sequestration, distress or execution shall be put in force against the estate or effects of the corporation,

except by leave of the court and subject to such terms as the court imposes. R.S.O. 1980, c. 54, s. 200.

List of  
contributors  
and calls

**199.—(1)** Upon a voluntary winding up, the liquidator,

- (a) shall settle the list of contributors; and
- (b) may, before he has ascertained the sufficiency of the property of the corporation, call on all or any of the contributors for the time being settled on the list of contributors to the extent of their liability to pay any sum that he considers necessary for satisfying the

liabilities of the corporation and the costs, charges and expenses of winding up and for adjusting the rights of the contributories among themselves.

(2) A list settled by the liquidator under clause (1) (a) is *prima facie* proof of the liability of the persons named therein to be contributories. *Prima facie* proof

(3) The liquidator in making a call under clause (1) (b) may take into consideration the probability that some of the contributories upon whom the call is made may partly or wholly fail to pay their respective portions of the call. R.S.O. 1980, c. 54, s. 201. Default on calls

**200.**—(1) The liquidator may, during the continuance of the voluntary winding up, call meetings of the shareholders of the corporation for any purpose he thinks fit. Meetings of corporation during winding up

(2) Where a voluntary winding up continues for more than one year, the liquidator shall call a meeting of the shareholders of the corporation at the end of the first year and of each succeeding year from the commencement of the winding up, and he shall lay before the meeting an account showing his acts and dealings and the manner in which the winding up has been conducted during the immediately preceding year. R.S.O. 1980, c. 54, s. 202. Where winding up continues more than one year

**201.** The liquidator, with the approval of the shareholders of the corporation or the inspectors, may make such compromise or other arrangement as the liquidator thinks expedient with any creditor or person claiming to be a creditor or having or alleging that he has a claim, present or future, certain or contingent, liquidated or unliquidated, against the corporation or whereby the corporation may be rendered liable. R.S.O. 1980, c. 54, s. 203, amended. Arrangements with creditors

**202.** The liquidator may, with the approval referred to in section 201, comprise all debts and liabilities capable of resulting in debts, and all claims, whether present or future, certain or contingent, liquidated or unliquidated, subsisting or supposed to subsist between the corporation and any contributory, alleged contributory or other debtor or person who may be liable to the corporation and all questions in any way relating to or affecting the property of the corporation, or the winding up of the corporation, upon the receipt of such sums payable at such times and generally upon such terms as are agreed, and the liquidator may take any security for the discharge of such debts or liabilities and give a complete discharge in respect thereof. R.S.O. 1980, c. 54, s. 204. Power to compromise with debtors and contributories

- Power to accept shares, etc., as consideration for sale of property to another body corporate
- 203.**—(1) Where a corporation is proposed to be or is in the course of being wound up voluntarily and it is proposed to transfer the whole or a portion of its business or property to another body corporate, the liquidator, with the approval of a resolution of the shareholders of the corporation conferring either a general authority on the liquidator or an authority in respect of any particular arrangement, may receive, in compensation or in part-compensation for the transfer, cash or shares or other like interest in the purchasing body corporate or any other body corporate for the purpose of distribution among the creditors or shareholders of the corporation that is being wound up in the manner set forth in the arrangement, or may, in lieu of receiving cash or shares or other like interest, or in addition thereto, participate in the profits of or receive any other benefit from the purchasing body corporate or any other body corporate.
- Confirmation of sale or arrangement
- (2) A transfer made or arrangement entered into by the liquidator under this section is not binding on the shareholders of the corporation that is being wound up unless the transfer or arrangement is approved in accordance with subsections 183 (3), (6) and (7).
- Where resolution not invalid
- (3) No resolution is invalid for the purposes of this section because it was passed before or concurrently with a resolution for winding up the corporation or for appointing the liquidator. R.S.O. 1980, c. 54, s. 205, *amended*.
- Account of voluntary winding up to be made by liquidator to a meeting
- 204.**—(1) The liquidator shall make up an account showing the manner in which the winding up has been conducted and the property of the corporation disposed of, and thereupon shall call a meeting of the shareholders of the corporation for the purpose of having the account laid before them and hearing any explanation that may be given by the liquidator, and the meeting shall be called in the manner prescribed by the articles or by-laws or, in default thereof, in the manner prescribed by this Act for the calling of meetings of shareholders.
- Notice of holding of meeting
- (2) The liquidator shall within ten days after the meeting is held file a notice in the prescribed form with the Director stating that the meeting was held and the date thereof and shall forthwith publish the notice in *The Ontario Gazette*.
- Dissolution
- (3) Subject to subsection (4), on the expiration of three months after the date of the filing of the notice, the corporation is dissolved.
- Extension
- (4) At any time during the three-month period mentioned in subsection (3), the court may, on the application of the liquidator or any other person interested, make an order deferring the date on

which the dissolution of the corporation is to take effect to a date fixed in the order, and in such event the corporation is dissolved on the date so fixed.

(5) Notwithstanding anything in this Act, the court at any time after the affairs of the corporation have been fully wound up may, upon the application of the liquidator or any other person interested, make an order dissolving it, and it is dissolved on the date fixed in the order. Dissolution by court order

(6) The person on whose application an order was made under subsection (4) or (5) shall within ten days after it was made file with the Director a certified copy of the order and forthwith publish notice of the order in *The Ontario Gazette*. R.S.O. 1980, c. 54, s. 206, *amended*. Copy of extension order to be filed

**205.** Sections 206 to 217 apply to corporations being wound up by order of the court. R.S.O. 1980, c. 54, s. 207. Application of ss. 206-217

**206.**—(1) A corporation may be wound up by order of the court, Winding up by court

(a) where the court is satisfied that in respect of the corporation or any of its affiliates,

- (i) any act or omission of the corporation or any of its affiliates effects a result,
- (ii) the business or affairs of the corporation or any of its affiliates are or have been carried on or conducted in a manner, or
- (iii) the powers of the directors of the corporation or any of its affiliates are or have been exercised in a manner,

that is oppressive or unfairly prejudicial to or that unfairly disregards the interests of any security holder, creditor, director or officer; or

(b) where the court is satisfied that,

- (i) a unanimous shareholder agreement entitled a complaining shareholder to demand dissolution of the corporation after the occurrence of a specified event and that event has occurred,
- (ii) proceedings have been begun to wind up voluntarily and it is in the interest of contributors and

creditors that the proceedings should be continued under the supervision of the court,

(iii) the corporation, though it may not be insolvent, cannot by reason of its liabilities continue its business and it is advisable to wind it up, or

(iv) it is just and equitable for some reason, other than the bankruptcy or insolvency of the corporation, that it should be wound up; or

(c) where the shareholders by special resolution authorize an application to be made to the court to wind up the corporation.

Court order      (2) Upon an application under this section, the court may make such order under this section or section 247 as it thinks fit. R.S.O. 1980, c. 54, s. 208, *amended*.

Who may apply      **207.**—(1) A winding-up order may be made upon the application of the corporation or of a shareholder or, where the corporation is being wound up voluntarily, of the liquidator or of a contributory or of a creditor having a claim of \$2,500 or more.

Notice      (2) Except where the application is made by the corporation, four days' notice of the application shall be given to the corporation before the making of the application. R.S.O. 1980, c. 54, s. 209.

Power of court      **208.** The court may make the order applied for, may dismiss the application with or without costs, may adjourn the hearing conditionally or unconditionally or may make any interim or other order as is considered just, and upon the making of the order may, according to its practice and procedure, refer the proceedings for the winding up to an officer of the court for inquiry and report and may authorize the officer to exercise such powers of the court as are necessary for the reference. R.S.O. 1980, c. 54, s. 210.

Appointment of liquidator      **209.**—(1) The court in making the winding-up order may appoint one or more persons as liquidator of the estate and effects of the corporation for the purpose of winding up its business and affairs and distributing its property.

Remuneration      (2) The court may at any time fix the remuneration of the liquidator.

Vacancy      (3) If a liquidator appointed by the court dies or resigns or the office becomes vacant for any reason, the court may by order fill the vacancy. R.S.O. 1980, c. 54, s. 211 (1-3).

(4) A liquidator appointed by the court under this section shall forthwith give to the Director notice in the prescribed form of his appointment and shall, within twenty days after his appointment, publish the notice in *The Ontario Gazette*. R.S.O. 1980, c. 54, s. 220 (4), *amended*.

Notice of  
appointment

**210.** The court may by order remove for cause a liquidator appointed by it, and in such case shall appoint another liquidator in his stead. R.S.O. 1980, c. 54, s. 212.

Removal of  
liquidator

**211.** The costs, charges and expenses of a winding up by order of the court shall be taxed by a taxing officer of the Supreme Court. R.S.O. 1980, c. 54, s. 213.

Costs and  
expenses

**212.** Where a winding-up order is made by the court without prior voluntary winding-up proceedings, the winding up shall, unless a court otherwise orders, be deemed to commence at the time of the service of notice of the application, and, where the application is made by the corporation, at the time the application is made. R.S.O. 1980, c. 54, s. 214.

Commencement  
of  
winding up

**213.** Where a winding-up order has been made by the court, proceedings for the winding up of the corporation shall be taken in the same manner and with the like consequences as provided for a voluntary winding up, except that the list of contributories shall be settled by the court unless it has been settled by the liquidator before the winding-up order, in which case the list is subject to review by the court, and except that all proceedings in the winding up are subject to the order and direction of the court. R.S.O. 1980, c. 54, s. 215.

Proceedings in  
winding up  
after order

**214.—(1)** Where a winding-up order has been made by the court, the court may direct meetings of the shareholders of the corporation to be called, held and conducted in such manner as the court thinks fit for the purpose of ascertaining their wishes, and may appoint a person to act as chairman of any such meeting and to report the result of it to the court.

Meetings of  
shareholders of  
corporation  
may be ordered

(2) Where a winding-up order has been made by the court, the court may require any contributory for the time being settled on the list of contributories, or any director, officer, employee, trustee, banker or agent of the corporation to pay, deliver, convey, surrender or transfer forthwith, or within such time as the court directs, to the liquidator any sum or balance, documents, records, estate or effects that are in his hands and to which the corporation is *prima facie* entitled.

Order for  
delivery by  
contributories  
and others of  
property, etc.

(3) Where a winding-up order has been made by the court, the court may make an order for the inspection of the documents and

Inspection of  
documents and  
records

records of the corporation by its creditors and contributories, and any documents and records in the possession of the corporation may be inspected in conformity with the order. R.S.O. 1980, c. 54, s. 216.

Proceedings  
against cor-  
poration after  
court winding  
up

**215.** After the commencement of a winding up by order of the court,

- (a) no action or other proceeding shall be proceeded with or commenced against the corporation; and
- (b) no attachment, sequestration, distress or execution shall be put in force against the estate or effects of the corporation,

except by leave of the court and subject to such terms as the court imposes. R.S.O. 1980, c. 54, s. 217.

Provision for  
discharge and  
distribution by  
the court

**216.**—(1) Where the realization and distribution of the property of a corporation being wound up under an order of the court has proceeded so far that in the opinion of the court it is expedient that the liquidator should be discharged and that the property of the corporation remaining in his hands can be better realized and distributed by the court, the court may make an order discharging the liquidator and for payment, delivery and transfer into court, or to such person as the court directs, of such property, and it shall be realized and distributed by or under the direction of the court among the persons entitled thereto in the same way as nearly as may be as if the distribution were being made by the liquidator.

Disposal of  
documents and  
records

(2) In such case, the court may make an order directing how the documents and records of the corporation and of the liquidator are to be disposed of, and may order that they be deposited in court or otherwise dealt with as the court thinks fit. R.S.O. 1980, c. 54, s. 218.

Order for  
dissolution

**217.**—(1) The court at any time after the business and affairs of the corporation have been fully wound up may, upon the application of the liquidator or any other person interested, make an order dissolving it, and it is dissolved on the date fixed in the order.

Copy of dissol-  
ution order to  
be filed

(2) The person on whose application the order was made shall within ten days after it was made file with the Director a certified copy of the order and shall forthwith publish notice of the order in *The Ontario Gazette*. R.S.O. 1980, c. 54, s. 219, amended.

Application of  
ss. 219-235

**218.** Sections 219 to 235 apply to corporations being wound up voluntarily or by order of the court. R.S.O. 1980, c. 54, s. 220.

**219.** Where there is no liquidator,Where no  
liquidator

- (a) the court may by order on the application of a shareholder of the corporation appoint one or more persons as liquidator; and
- (b) the estate and effects of the corporation shall be under the control of the court until the appointment of a liquidator. R.S.O. 1980, c. 54, s. 221.

**220.—(1)** Upon a winding up,Consequences  
of winding up

- (a) the liquidator shall apply the property of the corporation in satisfaction of all its debts, obligations and liabilities and, subject thereto, shall distribute the property rateably among the shareholders according to their rights and interests in the corporation;
- (b) in distributing the property of the corporation, debts to employees of the corporation for services performed for it due at the commencement of the winding up or within one month before, not exceeding three months' wages and vacation pay accrued for not more than twelve months, shall be paid in priority to the claims of the ordinary creditors, and such persons are entitled to rank as ordinary creditors for the residue of their claims;
- (c) all the powers of the directors cease upon the appointment of a liquidator, except in so far as the liquidator may sanction the continuance of such powers.

(2) Section 53 of the *Trustee Act* applies with necessary modifications to liquidators. R.S.O. 1980, c. 54, s. 222.

Distribution of  
property  
R.S.O. 1980,  
c. 512

**221.** The costs, charges and expenses of a winding up, including the remuneration of the liquidator, are payable out of the property of the corporation in priority to all other claims. R.S.O. 1980, c. 54, s. 223.

Payment of  
costs and  
expenses**222.—(1)** A liquidator may,Powers of  
liquidators

- (a) bring or defend any action, suit or prosecution, or other legal proceedings, civil or criminal, in the name and on behalf of the corporation;
- (b) carry on the business of the corporation so far as may be required as beneficial for the winding up of the corporation;

- (c) sell the property of the corporation by public auction or private sale and receive payment of the purchase price either in cash or otherwise;
- (d) do all acts and execute, in the name and on behalf of the corporation, all documents, and for that purpose use the seal of the corporation, if any;
- (e) draw, accept, make and endorse any bill of exchange or promissory note in the name and on behalf of the corporation;
- (f) raise upon the security of the property of the corporation any requisite money;
- (g) take out in his official name letters of administration of the estate of any deceased contributory and do in his official name any other act that is necessary for obtaining payment of any money due from a contributory or from his estate and which act cannot be done conveniently in the name of the corporation; and
- (h) do and execute all such other things as are necessary for winding up the business and affairs of the corporation and distributing its property.

Bills of exchange, etc., to be deemed drawn in the course of business

- (2) The drawing, accepting, making or endorsing of a bill of exchange or promissory note by the liquidator on behalf of a corporation has the same effect with respect to the liability of the corporation as if such bill or note had been drawn, accepted, made or endorsed by or on behalf of the corporation in the course of carrying on its business.

Where moneys deemed to be due to liquidator

- (3) Where the liquidator takes out letters of administration or otherwise uses his official name for obtaining payment of any money due from a contributory, such money shall be deemed, for the purpose of enabling him to take out such letters or recover such money, to be due to the liquidator himself.

What liquidator may rely upon

- (4) Where he does so in good faith, a liquidator is entitled to rely upon,
  - (a) financial statements of the corporation represented to him by an officer of the corporation or in a written report of the auditor of the corporation to present fairly the financial position of the corporation in accordance with generally accepted accounting principles; or
  - (b) an opinion, a report or a statement of a lawyer, an accountant, an engineer, an appraiser or other profes-

sional adviser retained by the liquidator. R.S.O. 1980, c. 54, s. 224, *amended*.

**223.** Where more than one person is appointed as liquidator, any power conferred by sections 192 to 235 on a liquidator may be exercised by such one or more of such persons as may be determined by the resolution or order appointing them or, in default of such determination, by any number of them not fewer than two. R.S.O. 1980, c. 54, s. 225.

**224.** The liability of a contributory creates a debt accruing due from him at the time his liability commenced, but payable at the time or respective times when calls are made for enforcing such liability. R.S.O. 1980, c. 54, s. 226.

**225.** If a contributory dies before or after he has been placed on the list of contributories, his personal representative is liable in due course of administration to contribute to the property of the corporation in discharge of the liability of the deceased contributory and shall be a contributory accordingly. R.S.O. 1980, c. 54 s. 227.

**226.**—(1) The liquidator shall deposit all moneys that he has belonging to the corporation and amounting to \$100 or more in any chartered bank of Canada or in the Province of Ontario Savings Office or in any trust company or loan corporation that is registered under the *Loan and Trust Corporations Act* or in any other depository approved by the court. R.S.O. 1980, c. 54, s. 228 (1), *amended*.

(2) If inspectors have been appointed, the depository under subsection (1) shall be one approved by them.

(3) Such deposit shall not be made in the name of the liquidator individually, but a separate deposit account shall be kept of the money belonging to the corporation in his name as liquidator of the corporation and in the name of the inspectors, if any, and such money shall be withdrawn only by order for payment signed by the liquidator and one of the inspectors, if any.

(4) At every meeting of the shareholders of the corporation, the liquidator shall produce a pass-book, or statement of account showing the amount of the deposits, the dates at which they were made, the amounts withdrawn and the dates of withdrawal, and mention of such production shall be made in the minutes of the meeting, and the absence of such mention is admissible in evidence as *prima facie* proof that the pass-book or statement of account was not produced at the meeting.

Acts by more  
than one  
liquidator

Nature of  
liability of  
contributory

Liability  
in case of  
his death

Deposit of  
moneys

R.S.O. 1980,  
c. 249

Approval by  
inspectors

Separate  
deposit  
account to  
be kept:  
withdrawal  
from account

Liquidator  
to produce  
bank  
pass-book

**Idem** (5) The liquidator shall also produce the pass-book or statement of account whenever so ordered by the court upon the application of the inspectors, if any, or of a shareholder of the corporation. R.S.O. 1980, c. 54, s. 228 (2-5).

**Proving claim  
R.S.O. 1980,  
c. 33** **227.** For the purpose of proving claims, sections 23, 24 and 25 of the *Assignments and Preferences Act* apply with necessary modifications, except that where the word "judge" is used therein, the word "court" as used in this Act shall be substituted. R.S.O. 1980, c. 54, s. 229.

**Application  
for direction** **228.** Upon the application of the liquidator or of the inspectors, if any, or of any creditors, the court, after hearing such parties as it directs to be notified or after such steps as the court prescribes have been taken, may by order give its direction in any matter arising in the winding up. R.S.O. 1980, c. 54, s. 230.

**Examination  
of persons  
as to  
estate** **229.—(1)** The court may at any time after the commencement of the winding up summon to appear before the court or liquidator any director, officer or employee of the corporation or any other person known or suspected to have in his possession any of the estate or effects of the corporation, or alleged to be indebted to it, or any person whom the court thinks capable of giving information concerning its trade, dealings, estate or effects.

**Damages  
against  
delinquent  
directors,  
etc.** **(2)** Where in the course of the winding up it appears that a person who has taken part in the formation or promotion of the corporation or that a past or present director, officer, employee, liquidator or receiver of the corporation has misapplied or retained in his own hands, or become liable or accountable for, property of the corporation, or has committed any misfeasance or breach of trust in relation to it, the court may, on the application of the liquidator or of any creditor, shareholder or contributory, examine the conduct of that person and order him to restore the property so misapplied or retained, or for which he has become liable or accountable, or to contribute such sum to the property of the corporation by way of compensation in respect of such misapplication, retention, misfeasance or breach of trust, or both, as the court thinks just. R.S.O. 1980, c. 54, s. 231.

**Proceedings  
by  
shareholders** **230.—(1)** Where a shareholder of the corporation desires to cause any proceeding to be taken that, in his opinion, would be for the benefit of the corporation, and the liquidator, under the authority of the shareholders or of the inspectors, if any, refuses or neglects to take such proceedings after being required so to do, the shareholder may obtain an order of the court authorizing him to take such proceeding in the name of the liquidator or corporation, but at his own expense and risk, upon such terms and conditions as to indemnity to the liquidator or corporation as the court prescribes.

(2) Any benefit derived from a proceeding under subsection (1) belongs exclusively to the shareholder causing the institution of the proceeding for his benefit and that of any other shareholder who has joined him in causing the institution of the proceeding.

(3) If, before the order is granted, the liquidator signifies to the court his readiness to institute the proceeding for the benefit of the corporation, the court shall make an order prescribing the time within which he is to do so, and in that case the advantage derived from the proceeding, if instituted within such time, belongs to the corporation. R.S.O. 1980, c. 54, s. 232.

**231.** The rights conferred by this Act are in addition to any other right to institute proceedings against any contributory, or against any debtor of the corporation, for the recovery of any sum due from such contributory or debtor or his estate. R.S.O. 1980, c. 54, s. 233.

**232.** At any time during a winding up, the court, upon the application of a shareholder, creditor or contributory and upon proof to its satisfaction that all proceedings in relation to the winding up ought to be stayed, may make an order staying the proceedings altogether or for a limited time on such terms and subject to such conditions as the court thinks fit. R.S.O. 1980, c. 54, s. 234.

**233.—(1)** Where the liquidator is unable to pay all the debts of the corporation because a creditor is unknown or his whereabouts is unknown, the liquidator may, by agreement with the Public Trustee, pay to the Public Trustee an amount equal to the amount of the debt due to the creditor to be held in trust for the creditor, and thereupon subsections 237 (5) and (6) apply thereto.

(2) A payment under subsection (1) shall be deemed to be in satisfaction of the debt for the purposes of winding up. R.S.O. 1980, c. 54, s. 235.

**234.—(1)** Where the liquidator is unable to distribute rateably the property of the corporation among the shareholders because a shareholder is unknown or his whereabouts is unknown, the share of the property of the corporation of such shareholder may, by agreement with the Public Trustee, be delivered or conveyed by the liquidator to the Public Trustee to be held in trust for the shareholder, and thereupon subsections 237 (5) and (6) apply thereto.

(2) A delivery or conveyance under subsection (1) shall be deemed to be a distribution to that shareholder of his rateable

share for the purposes of the winding up. R.S.O. 1980, c. 54, s. 236.

Disposal of records, etc., after winding up

**235.**—(1) Where a corporation has been wound up under sections 191 to 234 and is about to be dissolved, its documents and records and those of the liquidator may be disposed of as it by resolution directs in case of voluntary winding up, or as the court directs in case of winding up under an order.

When responsibility as to custody of records, etc., to cease

(2) After the expiration of five years after the date of the dissolution of the corporation, no responsibility rests on it or the liquidator, or anyone to whom the custody of the documents and records has been committed, by reason that the same or any of them are not forthcoming to any person claiming to be interested therein. R.S.O. 1980, c. 54, s. 237.

Voluntary dissolution

**236.** A corporation may be dissolved upon the authorization of,

(a) a special resolution passed at a meeting of the shareholders of the corporation duly called for the purpose or, in the case of a corporation that is not an offering corporation, by such other proportion of the votes cast as the articles provide, but such other proportion shall not be less than 50 per cent of the votes of all the shareholders entitled to vote at the meeting;

(b) the consent in writing of all the shareholders entitled to vote at such meeting; or

(c) all its incorporators or their personal representatives at any time within two years after the date set out in its certificate of incorporation where the corporation has not commenced business and has not issued any shares. R.S.O. 1980, c. 54, s. 238, *amended*.

Articles of dissolution where corporation active

**237.**—(1) For the purpose of bringing the dissolution authorized under clause 236 (a) or (b) into effect, articles of dissolution shall follow the prescribed form and shall set out,

(a) the name of the corporation;

(b) that its dissolution has been duly authorized under clause 236 (a) or (b);

(c) that it has no debts, obligations or liabilities or its debts, obligations or liabilities have been duly provided for in accordance with subsection (3) or its creditors or other

persons having interests in its debts, obligations or liabilities consent to its dissolution;

- (d) that after satisfying the interests of creditors in all its debts, obligations and liabilities, if any, it has no property to distribute among its shareholders or that it has distributed its remaining property rateably among its shareholders according to their rights and interests in the corporation or in accordance with subsection (4) where applicable;
- (e) that there are no proceedings pending in any court against it; and
- (f) that it has given notice of its intention to dissolve by publication once in *The Ontario Gazette* and once in a newspaper having general circulation in the place where it has its principal place of business in Ontario or, if it does not have a place of business in Ontario, where it has its registered office. R.S.O. 1980, c. 54, s. 139 (1), *amended*.

- (2) For the purpose of bringing a dissolution authorized under clause 236 (c) into effect, articles of dissolution shall follow the prescribed form and shall set out,

Articles of dissolution where corporation never active

- (a) the name of the corporation;
- (b) the date set out in its certificate of incorporation;
- (c) that the corporation has not commenced business;
- (d) that none of its shares has been issued;
- (e) that dissolution has been duly authorized under clause 236 (c);
- (f) that it has no debts, obligations or liabilities;
- (g) that after satisfying the interests of creditors in all its debts, obligations and liabilities, if any, it has no property to distribute or that it has distributed its remaining property to the persons entitled thereto;
- (h) that there are no proceedings pending in any court against it; and
- (i) that it has given notice of its intention to dissolve by publication once in *The Ontario Gazette* and once in a newspaper having general circulation in the place where it has its registered office. R.S.O. 1980, c. 54, s. 239 (2), *amended*.

- Where creditor unknown (3) Where a corporation authorizes its dissolution and a creditor is unknown or his whereabouts is unknown, the corporation may, by agreement with the Public Trustee, pay to the Public Trustee an amount equal to the amount of the debt due to the creditor to be held in trust for the creditor, and such payment shall be deemed to be due provision for the debt for the purposes of clause (1) (c).
- Where shareholder unknown (4) Where a corporation authorizes its dissolution and a shareholder is unknown or his whereabouts is unknown, it may, by agreement with the Public Trustee, deliver or convey his share of the property to the Public Trustee to be held in trust for him, and such delivery or conveyance shall be deemed to be a distribution to that shareholder of his rateable share for the purposes of the dissolution.
- Power to convert (5) If the share of the property so delivered or conveyed to the Public Trustee under subsection (4) is in a form other than cash, the Public Trustee may at any time, and within ten years after such delivery or conveyance shall, convert it into cash.
- Payment to person entitled (6) If the amount paid under subsection (3) or the share of the property delivered or conveyed under subsection (4) or its equivalent in cash, as the case may be, is claimed by the person beneficially entitled thereto within ten years after it was so delivered, conveyed or paid, it shall be delivered, conveyed or paid to him, but, if not so claimed, it vests in the Public Trustee for the use of Ontario, and, if the person beneficially entitled thereto at any time thereafter establishes his right thereto to the satisfaction of the Lieutenant Governor in Council, an amount equal to the amount so vested in the Public Trustee shall be paid to him. R.S.O. 1980, c. 54, s. 239 (3-6).
- Certificate of dissolution **238.**—(1) Upon receipt of the articles of dissolution, the Director shall endorse thereon in accordance with section 272 a certificate which shall constitute the certificate of dissolution.
- Incorporators to sign articles of dissolution where corporation did not commence business (2) Notwithstanding clause 272 (1) (a), articles of dissolution for the purposes of subsection 237 (2) shall be signed by all its incorporators or their personal representatives. R.S.O. 1980, c. 54, s. 240, *amended*.
- Cancellation of certificate, etc., by Director **239.**—(1) Where sufficient cause is shown to the Director, notwithstanding the imposition of any other penalty in respect thereof and in addition to any rights he may have under this or any other Act, he may, after he has given the corporation an opportunity to be heard, by order, upon such terms and conditions as he thinks fit, cancel a certificate of incorporation or any other certificate issued by him under this Act, and,

- (a) in the case of the cancellation of a certificate of incorporation, the corporation is dissolved on the date fixed in the order; and
- (b) in the case of the cancellation of any other certificate, the matter that became effective upon the issuance of the certificate ceases to be in effect from the date fixed in the order.

(2) In this section, "sufficient cause" with respect to cancellation of a certificate of incorporation includes, Interpretation

- (a) failure to pay the prescribed fee for incorporation;
- (b) failure to comply with subsection 115 (2) or subsection 118 (3);
- (c) failure to comply with a request under section 5 or a notice under section 8 of the *Corporations Information Act*; R.S.O. 1980, c. 96
- (d) a conviction of the corporation for an offence under the *Criminal Code* (Canada) or an offence as defined in R.S.C. 1970, c. C-34 the *Provincial Offences Act*, in circumstances where R.S.O. 1980, cancellation of the certificate is in the public interest; or c. 400
- (e) conduct described in subsection 247 (2). R.S.O. 1980, c. 54, s. 241, amended.

**240.**—(1) Where the Director is notified by the Minister of Revenue that a corporation is in default in complying with the provisions of the *Corporations Tax Act*, the Director may give notice by registered mail to the corporation or by publication once in *The Ontario Gazette* that an order dissolving the corporation will be issued unless the corporation remedies its default within ninety days after the giving of the notice. Notice of dissolution R.S.O. 1980, c. 97

(2) Where the Director is notified by the Commission that a corporation has not complied with sections 76 and 77 of the *Securities Act*, the Director may give notice by registered mail to the corporation or by publication once in *The Ontario Gazette* that an order dissolving the corporation will be issued unless the corporation complies with sections 76 and 77 of the *Securities Act* within ninety days after the giving of the notice. Idem R.S.O. 1980, c. 466

(3) Upon default in compliance with the notice given under subsection (1) or (2), the Director may by order cancel the certificate of incorporation and, subject to subsection (4), the corporation is dissolved on the date fixed in the order. Order for dissolution

## Revival

(4) Where a corporation is dissolved under subsection (3) or any predecessor thereof, the Director on the application of any interested person immediately before the dissolution, made within five years after the date of dissolution, may, in his discretion, on such terms and conditions as he sees fit to impose, revive the corporation and thereupon the corporation, subject to the terms and conditions imposed by the Director and to any rights acquired by any person after its dissolution, is restored to its legal position, including all its property, rights and privileges and franchises, and is subject to all its liabilities, contracts, disabilities and debts, as of the date of its dissolution, in the same manner and to the same extent as if it had not been dissolved.

## Articles of revival

(5) The application referred to in subsection (4) shall be in the form of articles of revival which shall be in prescribed form.

## Certificate of revival

(6) Upon receipt of articles of revival and any other prescribed documents, the Director, subject to subsection (4), shall endorse thereon in accordance with section 272 a certificate which shall constitute the certificate of revival. R.S.O. 1980, c. 54, s. 242, amended.

## Actions after dissolution

**241.**—(1) Notwithstanding the dissolution of a corporation under section 238, 239 or 240,

(a) a civil, criminal or administrative action or proceeding commenced by or against the corporation before its dissolution may be continued as if the corporation had not been dissolved;

(b) a civil, criminal or administrative action or proceeding may be brought against the corporation within five years after its dissolution as if the corporation had not been dissolved; and

(c) any property that would have been available to satisfy any judgment or order if the corporation had not been dissolved remains available for such purpose.

## Service after dissolution

(2) For the purposes of this section, the service of any process on a corporation after its dissolution shall be deemed to be sufficiently made if it is made upon any person last shown on the records of the Ministry as being a director or officer of the corporation before the dissolution. R.S.O. 1980, c. 54, s. 243.

## Idem

(3) Where an action, suit or other proceeding has been brought against a corporation after its dissolution, notice of the commencement of the action, suit or other proceeding, together with the writ or other document by which the action, suit or other proceeding was commenced, shall be served upon the Public Trustee. *New.*

**242.**—(1) Notwithstanding the dissolution of a corporation, each shareholder to whom any of its property has been distributed is liable to any person claiming under section 241 to the extent of the amount received by that shareholder upon the distribution, and an action to enforce such liability may be brought within five years after the date of the dissolution of the corporation.

Liability of shareholders to creditors

(2) The court may order an action referred to in subsection (1) to be brought against the persons who were shareholders as a class, subject to such conditions as the court thinks fit and, if the plaintiff establishes his claim, the court may refer the proceedings to a referee or other officer of the court who may,

Party action

- (a) add as a party to the proceedings before him each person who was a shareholder found by the plaintiff;
- (b) determine, subject to subsection (1), the amount that each person who was a shareholder shall contribute towards satisfaction of the plaintiff's claim; and
- (c) direct payment of the amounts so determined.

(3) In this section, "shareholder" includes the heirs and legal representatives of a shareholder. R.S.O. 1980, c. 54, s. 244, *amended*.

Interpretation

**243.**—(1) Any property of a corporation that has not been disposed of at the date of its dissolution is immediately upon such dissolution forfeit to the Crown. R.S.O. 1980, c. 54, s. 245, *amended*.

Forfeiture of undisposed property

(2) Where judgment is given or an order or decision is made in an action, suit or proceeding commenced in accordance with the provisions of section 241 and the judgment, order or decision affects property formerly belonging to the corporation, the property, notwithstanding subsection (1), shall be available to satisfy the judgment, order or other decision unless the plaintiff or applicant has failed to give notice to the Public Trustee in accordance with subsection 241 (3). *New.*

Exception

## PART XVII

### REMEDIES, OFFENCES AND PENALTIES

**244.** In this Part,

Interpretation

- (a) "action" means an action under this Act;
- (b) "complainant" means,

- (i) a registered holder or beneficial owner, and a former registered holder or beneficial owner, of a security of a corporation or any of its affiliates,
- (ii) a director or an officer or a former director or officer of a corporation or of any of its affiliates,
- (iii) any other person who, in the discretion of the court, is a proper person to make an application under this Part. *New.*

Derivative actions

**245.**—(1) Subject to subsection (2), a complainant may apply to the court for leave to bring an action in the name and on behalf of a corporation or any of its subsidiaries, or intervene in an action to which any such body corporate is a party, for the purpose of prosecuting, defending or discontinuing the action on behalf of the body corporate.

Idem

(2) No action may be brought and no intervention in an action may be made under subsection (1) unless the complainant has given fourteen days' notice to the directors of the corporation or its subsidiary of his intention to apply to the court under subsection (1) and the court is satisfied that,

- (a) the directors of the corporation or its subsidiary will not bring, diligently prosecute or defend or discontinue the action;
- (b) the complainant is acting in good faith; and
- (c) it appears to be in the interests of the corporation or its subsidiary that the action be brought, prosecuted, defended or discontinued.

*Ex parte* application

(3) Where a complainant on an *ex parte* application can establish to the satisfaction of the court that it is not expedient to give notice as required under subsection (2), the court may make such interim order as it thinks fit pending the complainant giving notice as required.

Interim order

(4) Where a complainant on an application can establish to the satisfaction of the court that an interim order for relief should be made, the court may make such order as it thinks fit. R.S.O. 1980, c. 54, s. 97, *part, amended.*

Court order

**246.** In connection with an action brought or intervened in under section 245, the court may at any time make any order it thinks fit including, without limiting the generality of the foregoing,

- (a) an order authorizing the complainant or any other person to control the conduct of the action;
- (b) an order giving directions for the conduct of the action;
- (c) an order directing that any amount adjudged payable by a defendant in the action shall be paid, in whole or in part, directly to former and present security holders of the corporation or its subsidiary instead of to the corporation or its subsidiary; and
- (d) an order requiring the corporation or its subsidiary to pay reasonable legal fees and any other costs reasonably incurred by the complainant in connection with the action. R.S.O. 1980, c. 54, s. 97, *part, amended.*

**247.**—(1) A complainant, the Director and, in the case of an offering corporation, the Commission may apply to the court for an order under this section. Application to court: oppression remedy

(2) Where, upon an application under subsection (1), the court is satisfied that in respect of a corporation or any of its affiliates,

- (a) any act or omission of the corporation or any of its affiliates effects or threatens to effect a result;
- (b) the business or affairs of the corporation or any of its affiliates are, have been or are threatened to be carried on or conducted in a manner; or
- (c) the powers of the directors of the corporation or any of its affiliates are, have been or are threatened to be exercised in a manner,

that is oppressive or unfairly prejudicial to or that unfairly disregards the interests of any security holder, creditor, director or officer of the corporation, the court may make an order to rectify the matters complained of.

(3) In connection with an application under this section, the court may make any interim or final order it thinks fit including, without limiting the generality of the foregoing,

- (a) an order restraining the conduct complained of;
- (b) an order appointing a receiver or receiver-manager;
- (c) an order to regulate a corporation's affairs by amending the articles or by-laws or creating or amending a unanimous shareholder agreement;

- (d) an order directing an issue or exchange of securities;
- (e) an order appointing directors in place of or in addition to all or any of the directors then in office;
- (f) an order directing a corporation, subject to subsection (6), or any other person, to purchase securities of a security holder;
- (g) an order directing a corporation, subject to subsection (6), or any other person, to pay to a security holder any part of the moneys paid by him for securities;
- (h) an order varying or setting aside a transaction or contract to which a corporation is a party and compensating the corporation or any other party to the transaction or contract;
- (i) an order requiring a corporation, within a time specified by the court, to produce to the court or an interested person financial statements in the form required by section 153 or an accounting in such other form as the court may determine;
- (j) an order compensating an aggrieved person;
- (k) an order directing rectification of the registers or other records of a corporation under section 249;
- (l) an order winding up the corporation under section 206;
- (m) an order directing an investigation under Part XIII be made; and
- (n) an order requiring the trial of any issue.

Idem

- (4) Where an order made under this section directs amendment of the articles or by-laws of a corporation,

- (a) the directors shall forthwith comply with subsection 185 (4); and
- (b) no other amendment to the articles or by-laws shall be made without the consent of the court, until the court otherwise orders.

Shareholder  
may not  
dissent

- (5) A shareholder is not entitled to dissent under section 184 if an amendment to the articles is effected under this section.

(6) A corporation shall not make a payment to a shareholder under clause (3) (f) or (g) if there are reasonable grounds for believing that,

Where corporation prohibited from paying shareholder

- (a) the corporation is or, after the payment, would be unable to pay its liabilities as they become due; or
  - (b) the realizable value of the corporation's assets would thereby be less than the aggregate of its liabilities.
- New.*

**248.**—(1) An application made or an action brought or intervened in under this Part shall not be stayed or dismissed by reason only that it is shown that an alleged breach of a right or duty owed to the corporation or its affiliate has been or may be approved by the shareholders of such body corporate, but evidence of approval by the shareholders may be taken into account by the court in making an order under section 206, 246 or 247. R.S.O. 1980, c. 54, s. 97, *part, amended.*

Discontinuance and settlement

(2) An application made or an action brought or intervened in under this Part shall not be stayed, discontinued, settled or dismissed for want of prosecution without the approval of the court given upon such terms as the court thinks fit and, if the court determines that the interests of any complainant may be substantially affected by such stay, discontinuance, settlement or dismissal, the court may order any party to the application or action to give notice to the complainant.

*Idem*

(3) A complainant is not required to give security for costs in any application made or action brought or intervened in under this Part.

Costs

(4) In an application made or an action brought or intervened in under this Part, the court may at any time order the corporation or its affiliate to pay to the complainant interim costs, including reasonable legal fees and disbursements, for which interim costs the complainant may be held accountable to the corporation or its affiliate upon final disposition of the application or action. R.S.O. 1980, c. 54, s. 97, *part, amended.*

*Idem*

**249.**—(1) Where the name of a person is alleged to be or have been wrongly entered or retained in, or wrongly deleted or wrongly omitted from, the registers or other records of a corporation, the corporation, a security holder of the corporation or any aggrieved person may apply to the court for an order that the registers or records be rectified.

Rectifying error in entering, etc., name

Idem

(2) In connection with an application under this section, the court may make any order it thinks fit including, without limiting the generality of the foregoing,

- (a) an order requiring the registers or other records of the corporation to be rectified;
- (b) an order restraining the corporation from calling or holding a meeting of shareholders or paying a dividend or making any other distribution or payment to shareholders before the rectification;
- (c) an order determining the right of a party to the proceedings to have his name entered or retained in, or deleted or omitted from, the registers or records of the corporation, whether the issue arises between two or more security holders, or between the corporation and any security holders or alleged security holders;
- (d) an order compensating a party who has incurred a loss. R.S.O. 1980, c. 54, s. 159, *amended*.

Notice of  
refusal  
to file

**250.**—(1) Where the Director refuses to endorse a certificate on articles or any other document required by this Act to be endorsed with a certificate by him before it becomes effective, he shall give written notice to the person who delivered the articles or other document of his refusal, specifying the reasons therefor.

Failure to  
act deemed  
refusal

(2) Where, within six months after the delivery to the Director of articles or other documents referred to in subsection (1), the Director has not endorsed a certificate on such articles or other document, he shall be deemed for the purposes of section 251 to have refused to endorse it. R.S.O. 1980, c. 54, s. 260, *amended*.

Appeal from  
Director

**251.**—(1) A person aggrieved by a decision of the Director,

- (a) to refuse to endorse a certificate on articles or on any other document;
- (b) to issue or to refuse to issue a certificate of amendment under section 12;
- (c) to refuse to grant an order under section 144;
- (d) to grant or refuse to grant exemption under section 148;

(e) to refuse to endorse an authorization under section 180;  
or

(f) to issue an order under section 239,

may appeal to the Divisional Court.

(2) Every appeal shall be by notice of motion sent by registered mail to the Director within thirty days after the mailing of the notice of the decision. Form of appeal

(3) The Director shall certify to the Registrar of the Supreme Court, Certificate of Director

(a) the decision of the Director together with a statement of the reasons therefor;

(b) the record of any hearing; and

(c) all written submissions to the Director or other material that is relevant to the appeal.

(4) The Director is entitled to be heard, by counsel or otherwise, upon the argument of an appeal under this section. Representation

(5) Where an appeal is taken under this section, the court may by its order direct the Director to make such decision or to do such other act as the Director is authorized and empowered to do under this Act and as the court thinks proper, having regard to the material and submissions before it and to this Act, and the Director shall make such decision or do such act accordingly. Court order

(6) Notwithstanding an order of the court under subsection (5), the Director has power to make any further decision upon new material or where there is a material change in the circumstances, and every such decision is subject to this section. R.S.O. 1980, c. 54, s. 261, *amended*. Director may make further decision

**252.**—(1) Where a corporation or any shareholder, director, officer, employee, agent, auditor, trustee, receiver and manager, receiver, or liquidator of a corporation does not comply with this Act, the regulations, articles, by-laws, or a unanimous shareholder agreement, a complainant or a creditor of the corporation may, notwithstanding the imposition of any penalty in respect of such non-compliance and in addition to any other right he has, apply to the court for an order directing the corporation or any person to comply with, or restraining the corporation or any Orders for compliance

person from acting in breach of, any provisions thereof, and upon such application the court may so order and make any further order it thinks fit.

*Idem*

(2) Where it appears to the Commission that any person to whom section 111 or subsection 112 (1) applies has failed to comply with or is contravening either or both of such provisions, notwithstanding the imposition of any penalty in respect of such non-compliance or contravention, the Commission may apply to the court and the court may, upon such application, make any order it thinks fit including, without limiting the generality of the foregoing,

- (a) an order restraining a solicitation, the holding of a meeting or any person from implementing or acting upon any resolution passed at a meeting, to which such non-compliance with or contravention of section 111 or subsection 112 (1) relates;
- (b) an order requiring correction of any form of proxy or information circular and a further solicitation; or
- (c) an order adjourning the meeting to which such non-compliance with or contravention of section 111 or subsection 112 (1) relates. R.S.O. 1980, c. 54, s. 252, amended.

*Ex parte*  
application

**253.** Where this Act states that a person may apply to the court, that person may apply for injunctive relief *ex parte* as the rules of the court provide. *New.*

Appeal

**254.** An appeal lies to the Divisional Court from any order made by the court under this Act. *New.*

Interpre-  
tation

**255.—(1)** In this section, “misrepresentation” means,

Offence, false  
statements,  
etc.

- (a) an untrue statement of material fact; or

- (b) an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

(2) Every person who,

- (a) makes or assists in making a statement in any material, evidence or information submitted or given under this

Act or the regulations to the Director, his delegate or the Commission or any person appointed to make an investigation or audit under this Act that, at the time and in the light of the circumstances under which it is made, is a misrepresentation;

- (b) makes or assists in making a statement in any application, articles, consent, financial statement, information circular, notice, report or other document required to be filed with, furnished or sent to the Director or the Commission under this Act or the regulations that, at the time and in the light of the circumstances under which it is made, is a misrepresentation;
- (c) fails to file with the Director or the Commission any document required by this Act to be filed with him or the Commission; or
- (d) fails to observe or to comply with any direction, decision, ruling, order or other requirement made by the Director or the Commission under this Act or the regulations,

is guilty of an offence and on conviction is liable to a fine of not more than \$2,000 or to imprisonment for a term of not more than one year, or to both, or, if such person is a body corporate, to a fine of not more than \$25,000.

(3) Where a body corporate is guilty of an offence under subsection (2), every director or officer of such body corporate who, without reasonable cause, authorized, permitted or acquiesced in the offence is also guilty of an offence and on conviction is liable to a fine of not more than \$2,000 or to imprisonment for a term of not more than one year, or to both. *Idem*

(4) No person is guilty of an offence under clause (2) (a) or (b) if he did not know and in the exercise of reasonable diligence could not have known that the statement was a misrepresentation. R.S.O. 1980, c. 54, ss. 247, 248, 250 (2). *Defence*

**256.** No proceeding under section 255 shall be commenced *Consent* except with the consent or under the direction of the Minister. R.S.O. 1980, c. 54, s. 249.

**257.—(1)** Every person who, *Offence*

- (a) fails without reasonable cause to comply with subsection 29 (5);

- (b) without reasonable cause uses a list of holders of securities in contravention of subsection 52 (5) or subsection 146 (8);
- (c) fails without reasonable cause to send a prescribed form of proxy to each shareholder of an offering corporation with notice of a meeting of shareholders in contravention of subsection 111 (1);
- (d) fails without reasonable cause to send an information circular in connection with a proxy solicitation in contravention of subsection 112 (1);
- (e) being a proxyholder or alternate proxyholder, fails without reasonable cause, to comply with the directions of the shareholder who appointed him in contravention of subsection 114 (1);
- (f) without reasonable cause contravenes section 145;
- (g) being a director of a corporation, fails, without reasonable cause, to appoint an auditor or auditors, as the case may be, under subsection 149 (1);
- (h) being an auditor or former auditor of a corporation fails without reasonable cause to comply with subsection 150 (2);
- (i) fails without reasonable cause to comply with subsection 153 (1); or
- (j) otherwise without reasonable cause commits an act contrary to or fails or neglects to comply with any provision of this Act or the regulations,

is guilty of an offence and on conviction is liable to a fine of not more than \$2,000 or to imprisonment for a term of not more than one year, or to both, or if such person is a body corporate, to a fine of not more than \$25,000.

**Idem** (2) Where a body corporate is guilty of an offence under subsection (1), every director or officer of such body corporate who, without reasonable cause, authorized, permitted or acquiesced in such offence is also guilty of an offence and on conviction is liable to a fine of not more than \$2,000 or to imprisonment for a term of not more than one year, or to both. *New.*

**Limitation** **258.**—(1) No proceeding under section 255 or under clause 257 (1) (j) for a contravention of section 144 shall be commenced more than two years after the facts upon which the proceedings are based first came to the knowledge of the Director as certified by him.

(2) Subject to subsection (1), no proceeding for an offence under <sup>Idem</sup> this Act or the regulations shall be commenced more than two years after the time when the subject-matter of the offence arose.  
R.S.O. 1980, c. 54, s. 251, *amended*.

**259.** An information in respect of any contravention of this <sup>Information containing more than one offence</sup> Act may be for one or more offences and no information, summons, warrant, conviction or other proceeding in any prosecution is objectionable as insufficient by reason of the fact that it relates to two or more offences. *New.*

**260.** No civil remedy for an act or omission is suspended or <sup>Civil remedy not affected</sup> affected by reason that the act or omission is an offence under this Act. *New.*

## PART XVIII

### GENERAL

**261.**—(1) A notice or document required by this Act, the <sup>Notice to directors or shareholders</sup> regulations, the articles or the by-laws to be sent to a shareholder or director of a corporation may be sent by prepaid mail addressed to, or may be delivered personally to,

- (a) a shareholder at his latest address as shown in the records of the corporation or its transfer agent; and
- (b) a director at his latest address as shown in the records of the corporation or in the most recent notice filed under the *Corporations Information Act*, whichever is the <sup>R.S.O. 1980, c. 96</sup> more current.

(2) A notice or document sent in accordance with subsection (1) <sup>Idem</sup> to a shareholder or director of a corporation is deemed to be received by the addressee on the fifth day after mailing.

(3) A director named in the articles or the most recent return or notice filed under the *Corporations Information Act*, or a predecessor thereof, is presumed for the purposes of this Act to be a director of the corporation referred to in the articles, return or notice.

(4) Where a corporation sends a notice or document to a shareholder in accordance with subsection (1) and the notice or document is returned on three consecutive occasions because the shareholder cannot be found, the corporation is not required to send any <sup>Where notice returned</sup>

further notices or documents to the shareholder until he informs the corporation in writing of his new address.

Application  
to court

(5) Where it is impracticable or impossible to comply with subsection (1), a person may apply to the court for such order as the court thinks fit. R.S.O. 1980, c. 54, s. 246, *part, amended*.

Notice to  
corporation

**262.** Except where otherwise provided in this Act, a notice or document required to be sent to a corporation may be sent to the corporation by prepaid mail at its registered office as shown on the records of the Director or may be delivered personally to the corporation at such office and shall be deemed to be received by the corporation on the fifth day after mailing. R.S.O. 1980, c. 54, s. 246 (3), *amended*.

Waiver of  
notice and  
abridgement of  
times

**263.** Where a notice or document is required by this Act or the regulations to be sent, the notice may be waived or the time for the sending of the notice or document may be waived or abridged at any time with the consent in writing of the person entitled thereto. R.S.O. 1980, c. 54, s. 246 (4), *amended*.

Delegation  
of powers  
and duties

**264.**—(1) The Director may delegate in writing any of his duties or powers under this Act to any public servant in the Ministry. *New*.

Execution of  
certificate of  
Director

(2) Where this Act requires or authorizes the Director to endorse or issue a certificate or to certify any fact, the certificate shall be signed by the Director or any other person designated by the regulations.

Certificate as  
evidence

(3) A certificate referred to in subsection (2) or a certified copy thereof, when introduced as evidence in any civil, criminal, or administrative action or proceeding, is *prima facie* proof of the facts so certified without personal appearance to prove the signature or official position of the person appearing to have signed the certificate.

Mechanical  
reproduction of  
signature

(4) For the purposes of subsections (2) and (3), any signature of the Director or any signature of an officer of the Ministry designated by the regulations may be printed or otherwise mechanically reproduced. R.S.O. 1980, c. 54, s. 257, *amended*.

Certificate  
that may be  
signed by  
directors, etc.

**265.**—(1) A certificate issued on behalf of a corporation stating any fact that is set out in the articles, the by-laws, a unanimous shareholder agreement, the minutes of the meetings of the directors, a committee of directors or the shareholders, or a trust indenture or other contract to which the corporation is a party, may be signed by a director, an officer or a transfer agent of the corporation.

(2) When introduced as evidence in any civil, criminal or administrative action or proceeding, *Prima facie evidence*

- (a) a fact stated in a certificate referred to in subsection (1);
- (b) a certified extract from a register of a corporation required to be maintained by this Act; or
- (c) a certified copy of minutes or extract from minutes of a meeting of shareholders, directors or a committee of directors of a corporation,

is, in the absence of evidence to the contrary, proof of the facts so certified without proof of the signature or official character of the person appearing to have signed the certificate.

(3) An entry in a securities register of, or a security certificate issued by, a corporation is, in the absence of evidence to the contrary, proof that the person in whose name the security is registered or whose name appears on the certificate is the owner of the securities described in the register or in the certificate, as the case may be. *New.* *Idem*

**266.**—(1) Where a notice or document is required to be sent to the Director under this Act, the Director may accept a photostatic or photographic copy thereof. *Copy of document acceptable*

(2) Subsection (1) does not apply to articles, applications or documents filed under subsection 9 (3). *New.* *Exception to subs. (1)*

**267.**—(1) The Director may require any fact relevant to the performance of his duties under this Act or the regulations to be verified by affidavit or otherwise. *Proof by affidavit*

(2) For the purpose of holding a hearing under this Act, the Director may administer oaths to witnesses and require them to give evidence under oath. R.S.O. 1980, c. 54, s. 254, *amended.* *Oaths at hearings*

**268.** The Director shall cause notice to be published forth-with in *The Ontario Gazette*, *Publication of notices in The Ontario Gazette*

- (a) of every endorsement of a certificate in accordance with section 272;
- (b) of every order made under subsection 144 (3) or (4), section 239 or subsection 240 (3); and

(c) of every endorsement of a corrected certificate described in subsection 273 (3). R.S.O. 1980, c. 54, s. 255, *amended*.

Examination,  
etc., of  
documents

**269.**—(1) A person who has paid the prescribed fee is entitled during usual business hours to examine and to make copies of or extracts from any document required by this Act or the regulations to be sent to the Director or the Commission, except a report sent to the Director under subsection 161 (2) that the court has ordered not to be made available to the public.

Copies to be  
furnished

(2) Subject to clause 161 (1) (j), the Director or the Commission shall furnish any person with a copy or a certified copy of a document required by this Act or the regulations to be sent to the Director or the Commission. *New*.

Appeal from  
Commission  
R.S.O. 1980,  
c. 466

**270.** Any person aggrieved by a decision of the Commission under this Act may appeal the decision to the Divisional Court and subsections 9 (2) to (6) of the *Securities Act* apply to the appeal. R.S.O. 1980, c. 54, s. 262, *amended*.

Regulations

**271.** The Lieutenant Governor in Council may make regulations respecting any matter he considers necessary for the purposes of this Act including, without limiting the generality of the foregoing, regulations,

1. respecting names of corporations or classes thereof, the designation, rights, privileges, restrictions or conditions attaching to shares or classes of shares of corporations, or any other matter pertaining to articles or the filing thereof;
2. requiring the payment of fees for any matter that the Director or the Commission is required or authorized to do under this Act, and prescribing the amounts thereof;
3. prescribing forms for use under this Act and providing for the use thereof;
4. prescribing the form and content of any notices or documents required to be filed under this Act;
5. designating officers of the Ministry for the purposes of endorsing certificates, issuing certificates as to any fact or certifying true copies of documents required or authorized under this Act;
6. prescribing the form and content of proxies and information circulars required by Part VIII;

7. prescribing requirements with respect to applications to the Director or the Commission for exemptions permitted by this Act and the practice and procedure thereon;
8. prohibiting the use of any words or expressions in a corporate name;
9. defining any word or expression used in clause 9 (1) (b);
10. prescribing requirements for the purposes of clause 9 (1) (c);
11. prescribing conditions for the purposes of subsection 9 (2);
12. prescribing the documents relating to names that shall be filed with the Director under subsection 9 (3);
13. respecting the name of a corporation under subsection 10 (2);
14. prescribing the punctuation marks and other marks that may form part of a corporate name under subsection 10 (3);
15. respecting the content of a special language provision under subsection 10 (4);
16. prescribing the form of the statutory declarations under subsection 52 (1) and subsection 146 (1);
17. prescribing the form and content of financial statements and interim financial statements required under this Act;
18. prescribing standards to be used by an auditor in making an examination of financial statements required under this Act and the manner in which the auditor shall report thereon;
19. prescribing exceptions under section 176;
20. prescribing the manner in which notice may be sent under subsection 189 (3);
21. prescribing the requirements with respect to applications by the Director authorized under subsection 247 (1).

22. prescribing Acts of Canada or a province or ordinances of a territory for purposes of sections 29, 42, 45 and 56 and prescribing the notice required under subsection 45 (1);
23. prescribing the manner in which the directors of corporations may determine that restricted shares are owned contrary to restrictions under subsection 45 (1);
24. prescribing the manner in which funds may be invested under subsection 45 (5);
25. prescribing,
  - i. the disclosure required of any restrictions on the issue, transfer or ownership of shares of corporations in documents issued or published by such corporations,
  - ii. the duties and powers of the directors of corporations to refuse to issue or register transfers of shares in accordance with the articles,
  - iii. the limitations on voting rights of any shares held contrary to the articles, and
  - iv. the powers of the directors of corporations to require disclosure of beneficial ownership of shares and the rights of corporations and their directors, employees or agents to rely on such disclosure and the effects of such reliance;
26. prescribing the circumstances and conditions under which the Director may exercise his power under subsection 148 (2). R.S.O. 1980, c. 54, s. 263, *amended*.

Where  
articles  
to be sent  
to Director

- 272.**—(1) Where this Act requires that articles relating to a corporation be sent to the Director, unless otherwise specifically provided,
- (a) two duplicate originals of the articles shall be signed by a director or an officer of the corporation or, in the case of articles of incorporation, by an incorporator; and
  - (b) upon receiving duplicate originals of any articles in the prescribed form that have been executed in accordance with this Act, any other required documents and the prescribed fees, the Director shall, subject to the discretion of the Director as provided in subsection 179 (4) and subsection 240 (6), and, subject to subsection (2),

- (i) endorse on each duplicate original a certificate, setting out the day, month and year of endorsement and the corporation number,
- (ii) file a copy of the articles with the endorsement of the certificate thereon,
- (iii) send to the corporation or its representative one duplicate original of the articles with the endorsement of the certificate thereon, and
- (iv) publish in *The Ontario Gazette*, in accordance with section 268, notice of the endorsement of the certificate.

(2) A certificate referred to in subsection (1) shall be dated as of the day the Director receives the duplicate originals of any articles together with all other required documents executed in accordance with this Act and the prescribed fee, or as of any later date acceptable to the Director and specified by the person who submitted the articles or by the court.

Date on  
certificate

(3) Articles endorsed with a certificate under subsection (1), are effective on the date shown in the certificate notwithstanding that any action required to be taken by the Director under this Act with respect to the endorsement of the certificate and filing by him is taken at a later date. *New.*

Effective  
date of  
articles

**273.**—(1) Where a certificate endorsed by the Director contains an error or where a certificate is endorsed by the Director on articles or any other documents that contain an error, the corporation and its directors and shareholders shall, upon the request of the Director and after being given an opportunity to be heard, surrender the certificate and related articles or documents to the Director and pass such resolutions and take such other steps as the Director may reasonably require, and the Director shall then endorse a corrected certificate.

Where error  
in respect of  
certificate

(2) A corrected certificate endorsed under subsection (1) may bear the date of the certificate it replaces.

Date on  
certificate

(3) Where a correction made under subsection (1) is material, the Director shall forthwith give notice of the correction in *The Ontario Gazette* in accordance with section 268.

Material  
amendment

(4) A decision of the Director under subsection (1) may be appealed to the Divisional Court which may order the Director to change his decision and make such further order as it thinks fit. *New.*

Appeal

Records

**274.**—(1) Records required by this Act to be prepared and maintained by the Director or Commission may be in bound or loose-leaf form or in photographic film form, or may be entered or recorded by any system of mechanical or electronic data processing or by any other information storage device that is capable of reproducing any required information in an accurate and intelligible form within a reasonable time.

Admission as evidence

(2) When records maintained by the Director or the Commission are prepared and maintained other than in written form,

- (a) the Director or the Commission shall furnish any copy required to be furnished under subsection 269 (2) in intelligible written form; and
- (b) a report reproduced from those records, if it is certified by the Director or the Commission or a member thereof, as the case may be, is, without proof of the office or signature thereof, admissible in evidence to the same extent as the original written records would have been.

Copy in lieu of document

(3) The Director or Commission, as the case may be, is not required to produce any document where a copy of the document is furnished in compliance with clause (2) (a). *New.*

Saving provision

**275.**—(1) Any provision in articles, by-laws or any special resolution of a corporation that was valid immediately before this Act comes into force and that is not in conformity with this Act continues to be valid and in effect for a period of one year after the date of the coming into force of this section, but any amendment to any such provision shall be made in accordance with this Act.

Deemed amendment

(2) Any provision to which subsection (1) applies that has not been amended in accordance with this Act within the one year period shall be deemed upon the expiry of such period to be amended to the extent necessary to bring the terms of the provision into conformity with this Act.

Amendments

(3) A corporation may, by articles of amendment, change the express terms of any provision in its articles to which subsection (1) applies to conform to the terms of the provision as deemed to be amended by subsection (2).

Idem

(4) A corporation shall not restate its articles under section 172 unless the articles of the corporation are in conformity with this Act and, where the articles have been deemed to be amended under subsection (2), the corporation has amended the express terms of the provisions in its articles in accordance with subsection (3).

(5) A shareholder is not entitled to dissent under section 184 in <sup>Where s. 184  
does not apply</sup> respect of any amendment made for the purpose only of bringing the provisions of articles into conformity with this Act. *New.*

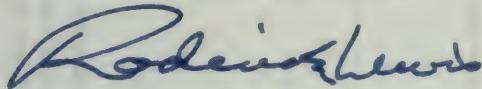
**276.** The Minister may appoint a Director to carry out the <sup>Appointment  
of Director</sup> duties and exercise the powers of the Director under this Act. *New.*

**277.** The *Business Corporations Act*, being chapter 54 of the <sup>Repeal</sup> Revised Statutes of Ontario, 1980, is repealed.

**278.** This Act comes into force on a day to be named by <sup>Commencement</sup> proclamation of the Lieutenant Governor.

**279.** The short title of this Act is the *Business Corporations* <sup>Short title</sup> *Act, 1982.*

~~ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 7, 1982~~



RODENHURST  
CLERK  
LEGISLATIVE ASSEMBLY

An Act to revise the  
Business Corporations Act

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*1st Reading*

March 9th, 1982

*2nd Reading*

March 9th, 1982

*3rd Reading*

June 3rd, 1982

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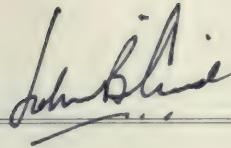
THE HON. R. G. ELGIE  
Minister of Consumer and  
Commercial Relations

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**BILL 8**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Fuel Tax Act, 1981**

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THE HON. G. L. ASHE  
Minister of Revenue

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 8

1982

### An Act to amend the Fuel Tax Act, 1981

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Section 33 of the *Fuel Tax Act, 1981*, being chapter 59, is repealed <sup>s. 33,  
re-enacted</sup> and the following substituted therefor:
  - 33.—(1) This Act, except clause 30 (1) (h) and section 31, <sup>Commence-  
ment</sup> comes into force on the 1st day of September, 1982.
  - (2) Clause 30 (1) (h) and section 31 shall be deemed to have <sup>Idem</sup> come into force on the 1st day of February, 1982.
2. This Act comes into force on the day it receives Royal Assent. <sup>Commence-  
ment</sup>
3. The short title of this Act is the *Fuel Tax Amendment Act, 1982*. <sup>Short title</sup>

ASSENTED TO BY LIEUTENANT-GOVERNOR

APRIL 8, 1982

CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the Fuel Tax Act, 1981

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*1st Reading*

March 11th, 1982

*2nd Reading*

April 6th, 1982

*3rd Reading*

April 6th, 1982

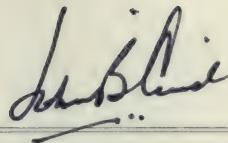
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THE HON. G. L. ASHE  
Minister of Revenue

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**BILL 9**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the District Municipality of Muskoka Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 9

1982

**An Act to amend the District Municipality of Muskoka Act**

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. The *District Municipality of Muskoka Act*, being chapter 121 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

2a.—(1) Notwithstanding any Act, upon the recommendation of the Minister of Municipal Affairs and Housing pursuant to an application by an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

- 2.—(1) Subsection 3 (6) of the said Act is repealed and the following substituted therefor:

(6) For the regular election to be held in 1982 and for all elections thereafter, the area municipality of the Township of Muskoka Lakes is divided into the following wards:

1. Ward A—which shall comprise that part of the geographic Township of Wood now within the Township of Muskoka Lakes, together with that part of the geo-

graphic Township of Medora that was within the Town of Bala on the 31st day of December, 1970, being more particularly described as follows:

COMMENCING at the southwest angle of the geographic Township of Wood;

THENCE northerly along the westerly limit of the Township of Wood, being the easterly limit of the Township of Baxter and the Township of Gibson, to the northwest angle of the Township of Wood;

THENCE easterly along the centre of the Muskoka River, being the geographic boundary between the Township of Medora and the Township of Wood to the point where the said boundary is intersected by the line between lots 6 and 7 in Concession D of the Township of Medora produced southerly to intersect the said boundary;

THENCE northerly along the said boundary produced and the boundary between lots 6 and 7 in Concession D of the Township of Medora to the northwest angle of Lot 7 in Concession D of the Township of Medora;

THENCE easterly along the boundary between Concession D and Concession E of the Township of Medora to the northeast angle of Lot 12 in Concession D of the Township of Medora;

THENCE southerly along the easterly boundary of Lot 12 in Concession D of the Township of Medora and the said easterly boundary produced to the centre line of the road allowance between Concession C and Concession D of the said Township;

THENCE easterly along the centre line of the road allowance between Concession C and Concession D of the Township of Medora to the intersection of the said centre line with the production northerly of the easterly boundary of Lot 14 in Concession C;

THENCE southerly along the production northerly and the easterly boundary of Lot 14 in Concession C of the Township of Medora to the southeast angle of Lot 14 in Concession C of the Township of Medora;

THENCE easterly along the boundary between Concession B and Concession C of the Township of Medora to the high water mark of Lake Muskoka;

THENCE continuing on the production easterly of the boundary between Concession B and Concession C to a point in Lake Muskoka half way between the mainland high water mark and the westerly high water mark of Acton Island;

THENCE southerly through Lake Muskoka along the line midway between the shore of Lake Muskoka and Acton Island and continuing midway between the shore of Bala Park Island and Acton Island to the point of intersection with the geographic boundary between the Township of Medora and the Township of Wood;

THENCE in a general northeasterly direction through Lake Muskoka following the geographic boundary between the Township of Medora and the Township of Wood to its intersection with the geographic boundary between the Township of Wood and the Township of Monck;

THENCE southeasterly through Lake Muskoka along the boundary between the Township of Wood and the Township of Monck to its intersection with the geographic boundary between the Township of Wood and the Township of Muskoka;

THENCE southwesterly, northwesterly and southwest-  
erly following the boundary between the Township of  
Muskoka and the Township of Wood through Lake  
Muskoka to the original high water mark of Lake Mus-  
koka;

THENCE westerly and southerly along the division line  
between the Township of Muskoka and the Township  
of Wood to the production northerly of the easterly  
limit of Lot 9 in Concession VI of the Township of  
Wood;

THENCE southerly to and along the easterly limit of Lot  
9 in concessions VI to XX, inclusive, and its production  
to its intersection with the southerly boundary of the  
said Township of Wood;

THENCE westerly following the southerly boundary of  
the said Township of Wood to its intersection with the  
westerly limit of the said Township, being the point of  
commencement.

2. Ward B—which shall comprise the geographic Township of Cardwell, the geographic Township of

Watt and that part of the geographic Township of Monck now within the Township of Muskoka Lakes, being more particularly described as follows:

FIRSTLY, all of the geographic Township of Cardwell;

SECONDLY, all of the geographic Township of Watt;

THIRDLY, commencing at the northwest angle of the geographic Township of Monck;

THENCE easterly along the northerly boundary to its intersection with the production northerly of the east limit of Lot 5 in Concession XIII;

THENCE southerly to and along the easterly limit of Lot 5 to the intersection of the easterly limit of Lot 5 in Concession V produced southerly with the centre line of the original allowance for road between Concession IV and Concession V;

THENCE westerly along the said centre line of the original allowance for road between Concession IV and Concession V to its intersection with the original high water mark of Lake Muskoka;

THENCE north  $85^{\circ}$  west through Lake Muskoka to its intersection with the production southerly of the centre line of the original allowance for road between Lot 15 and Lot 16 in Concession VI;

THENCE south  $10^{\circ}$  west through Lake Muskoka a distance of 43 chains;

THENCE north  $80^{\circ}$  west through Lake Muskoka between Pine Island and Birch Island, 136 chains;

THENCE south  $10^{\circ}$  west through Lake Muskoka to its intersection with the boundary between the Township of Monck and the Township of Wood;

THENCE northwesterly along the boundary between the Township of Monck and the Township of Wood and the boundary between the Township of Monck and the Township of Medora to its intersection with the westerly boundary of the Township of Monck;

THENCE northerly along the westerly boundary to the point of commencement.

3. Ward C—which shall comprise the geographic Township of Medora, save and except that portion of the said Township that was within the limits of the Town of Bala on the 31st day of December, 1970, being more particularly described as follows:

COMMENCING at the northwest angle of the Township of Medora;

THENCE southerly along the westerly limit of the said Township to the southwesterly angle of the Township of Medora;

THENCE easterly along the centre of the Muskoka River, being the geographic boundary between the Township of Medora and the Township of Wood to the point where the said boundary is intersected by the line between Lot 6 and Lot 7 in Concession D of the Township of Medora produced southerly to intersect the said boundary;

THENCE northerly along the said boundary produced and the boundary between Lot 6 and Lot 7 in Concession D of the Township of Medora to the northwest angle of Lot 7 in Concession D of the Township of Medora;

THENCE easterly along the boundary between Concession D and Concession E of the Township of Medora to the northeast angle of Lot 12 in Concession D of the Township of Medora;

THENCE southerly along the easterly boundary of Lot 12 in Concession D of the Township of Medora and the said easterly boundary produced to the centre line of the road allowance between Concession C and Concession D of the said Township;

THENCE easterly along the centre line of the road allowance between Concession C and Concession D of the Township of Medora to the intersection of the said centre line with the production northerly of the easterly boundary of Lot 14 in Concession C;

THENCE southerly along the production northerly and the easterly boundary of Lot 14 in Concession C of the Township of Medora to the southeast angle of Lot 14 in Concession C of the Township of Medora;

THENCE easterly along the boundary between Concession B and Concession C of the Township of Medora to the high water mark of Lake Muskoka;

THENCE continuing on the production easterly of the boundary between Concession B and Concession C to a point in Lake Muskoka, half way between the mainland high water mark and the westerly high water mark of Acton Island;

THENCE southerly through Lake Muskoka along the line midway between the shore of Lake Muskoka and Acton Island and continuing midway between the shore of Bala Park Island and Acton Island to the point of intersection with the geographic boundary between the Township of Medora and the Township of Wood;

THENCE in a general northeasterly direction through Lake Muskoka following the geographic boundary between the Township of Medora and the Township of Wood and the boundary between the Township of Medora and the Township of Monck to its intersection with the north shore of Lake Muskoka;

THENCE continuing northerly along the easterly boundary of the Township of Medora to a point on the shore of Lake Rosseau at its intersection with the easterly boundary of the Township of Medora;

THENCE in a general northerly direction through Lake Rosseau following the eastern limit of the Township of Medora to its intersection with the northerly limit of the Township of Medora;

THENCE westerly along the northerly limit of the Township of Medora to the point of commencement.

(2) Subsection 3 (7) of the said Act is repealed and the following substituted therefor:

(7) On or after the 1st day of December, 1982, the council of each area municipality shall be composed of a mayor, who shall be elected by general vote and shall be the head of the council, and the following number of other members of the council:

s. 3 (7),  
re-enacted

Repre-  
sentation  
on area  
councils

1. The Town of Bracebridge—eight members as follows:
  - i. The three members elected under clause 6 (b),
  - ii. Five members elected as members of the council of the area municipality as follows:

Bracebridge Ward .....	One member
Draper Ward .....	One member
Macaulay Ward .....	One member
Monck South Ward and Muskoka North Ward ....	One member
Oakley Ward .....	One member

2. The Township of Georgian Bay—five members as follows:

- i. The two members elected under clause 6 (c),
- ii. Three members elected as members of the council of the area municipality as follows:

Baxter Ward .....	One member
Freeman Ward .....	One member
Gibson Ward .....	One member

3. The Town of Gravenhurst—eight members as follows:

- i. The three members elected under clause 6 (d),
- ii. Five members elected as members of the council of the area municipality as follows:

Gravenhurst Ward .....	Two members
Morrison Ward .....	One member
Muskoka South Ward ....	One member
Ryde Ward .....	One member

4. The Town of Huntsville—eight members as follows:

- i. The three members elected under clause 6 (e),
- ii. Five members elected as members of the council of the area municipality as follows:

Brunel Ward .....	One member
Chaffey Ward .....	One member

Huntsville Ward .....	One member
Port Sydney Ward, Stephenson Ward and Stisted Ward .....	Two members

5. The Township of Lake of Bays—six members as follows:

- i. The two members elected under clause 6 (f),
- ii. Four members elected as members of the council of the area municipality as follows:

Franklin Ward .....	One member
McLean Ward .....	One member
Ridout Ward .....	One member
Sinclair Ward .....	One member

6. The Township of Muskoka Lakes—nine members as follows:

- i. The three members elected under clause 6 (g),
- ii. Six members elected as members of the council of the area municipality as follows:

Ward A .....	Two members
Ward B .....	Two members
Ward C .....	Two members

s. 3,  
amended

(3) Section 3 of the said Act is amended by adding thereto the following subsections:

(8) Notwithstanding the provisions of this or any other Act, upon the application of an area municipality authorized by a by-law of the council thereof, or upon the petition of electors in accordance with the provisions of section 13 of the *Municipal Act*, the Municipal Board may, by order,

(a) divide or redivide the area municipality into wards, and shall designate the name or number each ward shall bear and shall declare the date when the division or redivision shall take effect;

Alteration  
of wards,  
etc., by  
O.M.B.

R.S.O. 1980,  
c. 302

(b) alter or dissolve any or all of the wards in the area municipality and shall declare the date when such alterations or dissolutions shall take effect; or

(c) vary the composition of the council of the area municipality,

provided that,

(d) no order made under this section shall alter the total number of members who represent the area municipality on the District Council as provided for in this Act; and

(e) the mayor of the area municipality shall continue to be elected by a general vote of the electors of the area municipality, and shall be the head of council of the area municipality, and shall be a member of the District Council, as provided for in this Act.

(9) Notwithstanding section 6, the Lieutenant Governor in Order of L.G. in C. Council, upon the recommendation of the Minister, may by order authorize such method of selecting the members who represent the area municipality on the District Council as is considered advisable following an order of the Municipal Board under subsection (8).

(10) Where the Minister is inquiring into the structure, organization and methods of operation of one or more area municipalities or the District Corporation, he may give notice to the Municipal Board of such inquiry and that in his opinion any application or applications and any petition or petitions made under subsection (8) should be deferred until the inquiry has been completed and considered, and thereupon all proceedings in any such application are stayed until he gives notice to the Municipal Board that they may be continued. Stay of proceedings pending completion of inquiry

**3.** Section 6 of the said Act is repealed and the following substituted <sup>s. 6,  
re-enacted</sup>

6. On and after the 1st day of December, 1982, the District Council shall consist of twenty-three members composed of a chairman and, Composition of District Council

(a) the mayor of each area municipality;

(b) three members elected as members of the council of the area municipality and of the District Council from the area municipality of the Town of Bracebridge by general vote;

- (c) two members elected as members of the council of the area municipality and of the District Council from the area municipality of the Township of Georgian Bay as follows,
  - (i) Baxter Ward ..... One member
  - (ii) Freeman Ward and  
Gibson Ward ..... One member;
- (d) three members elected as members of the council of the area municipality and of the District Council from the area municipality of the Town of Gravenhurst by general vote;
- (e) three members elected as members of the council of the area municipality and of the District Council from the area municipality of the Town of Huntsville by general vote;
- (f) two members elected as members of the council of the area municipality and of the District Council from the area municipality of the Township of Lake of Bays as follows,
  - (i) Franklin Ward and  
Sinclair Ward ..... One member
  - (ii) McLean Ward and  
Ridout Ward ..... One member;
 and
- (g) three members elected as members of the council of the area municipality and of the District Council from the area municipality of the Township of Muskoka Lakes as follows,
  - (i) Ward A ..... One member
  - (ii) Ward B ..... One member
  - (iii) Ward C ..... One member.

Existing  
wards  
continued

- 4.—(1)** The wards in the area municipality of the Township of Muskoka Lakes, as set out in subsection 3 (6) of the *District Municipality of Muskoka Act*, being chapter 121 of the Revised Statutes of Ontario, 1980, as that subsection read immediately prior to the coming into force of subsection 2 (1) of this Act, are continued until the 30th day of November, 1982.

- (2) Notwithstanding section 17 of the *Municipal Elections Act*,  
 the clerk of the area municipality of the Township of Muskoka Lakes shall divide the municipality into polling subdivisions and shall not later than the 1st day of July, 1982, inform the assessment commissioner of the boundaries of each subdivision.
- (3) The composition of the council of each area municipality and the method of electing members to each council, as set out in subsection 3 (7) of the *District Municipality of Muskoka Act*, being chapter 121 of the Revised Statutes of Ontario, 1980, as that subsection read immediately prior to the coming into force of subsection 2 (2) of this Act, are continued until the 30th day of November, 1982.
- (4) The composition of the District Council and the method of electing members to the District Council, as set out in section 6 of the *District Municipality of Muskoka Act*, being chapter 121 of the Revised Statutes of Ontario, 1980, as that section read immediately prior to the coming into force of section 3 of this Act, are continued until the 30th day of November, 1982.
- 5.—(1)** Section 10 of the said Act is amended by adding thereto the following subsections:
- (3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the District Council.
- (3b) A member of the District Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.
- (3c) If not already vacant by virtue of any general or special Act,
- (a) the seat of a member of the District Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and
  - (b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the District Council is declared vacant by the District Council.

Polling subdivisions  
R.S.O. 1980,  
c. 308

Composition of council of area municipalities continued

Composition of District Council continued

s. 10,  
amended

Application of R.S.O. 1980,  
c. 302

Resignation from District Council

Where vacancy in District Council or area municipality council

Declaration  
of vacancy

**(3d)** Where the District Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the District Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Idem

**(3e)** Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d) the District Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 10 (5),  
repealed

(2) Subsection 10 (5) of the said Act is repealed.

s. 20 (a),  
re-enacted

**6.** Clause 20 (a) of the said Act is repealed and the following substituted therefor:

**(a)** open an account or accounts in the name of the District Corporation at such place of deposit as may be approved by the District Council.

s. 38,  
amended

**7.** Section 38 of the said Act is amended by adding thereto the following subsections:

Establish-  
ment of  
bus lanes,  
etc.

(2) The District Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law, and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Interpretation

(3) For the purposes of subsection (2),

**(a)** "any other municipality" includes a metropolitan and regional municipality;

**(b)** "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the District Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 55,  
repealed

**8.** Section 55 of the said Act is repealed.

s. 73 (2),  
re-enacted

**9.** Subsection 73 (2) of the said Act is repealed and the following substituted therefor:

(2) In preparing the estimates, the District Council shall make Allowance to be made due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

**10.**—(1) Clause 88 (7) (a) of the said Act is amended by striking out <sup>s. 88 (7) (a),  
amended</sup> "ten" in the third line and inserting in lieu thereof "five".

(2) Section 88 of the said Act is amended by adding thereto the <sup>s. 88,  
amended</sup> following subsection:

(21a) Where a by-law passed under this section provides that Premiums on foreign currency the debentures are payable in a currency described in clause (20) or (b) or (c) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

**11.** The said Act is further amended by adding thereto the following <sup>s. 89a,  
enacted</sup> section:

89a. Section 143a of the *Municipal Act* applies with necessary modifications to the District Corporation. Application of R.S.O. 1980, c. 302, s. 143a

**12.** Subsection 108 (1) of the said Act is repealed and the following <sup>s. 108 (1),  
re-enacted</sup> substituted therefor:

(1) Section 5, Parts XIII, XIV, XV and XIX, sections 105, 106, 113, 114, 115, 116, 121 and 122, subsection 165 (3), section 190, paragraphs 3, 12, 23, 24, 30, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210 and paragraph 10 of section 315 of the *Municipal Act* apply with necessary modifications to the District Corporation, and, for the purposes of section 253 of the *Municipal Act*, the District Corporation shall be deemed to be a local municipality.

**13.** This Act comes into force on the day it receives Royal Assent. Commencement

**14.** The short title of this Act is the *District Municipality of Muskoka Amendment Act, 1982*. Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 7 1982

CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the  
District Municipality of Muskoka Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

May 31st, 1982

*3rd Reading*

June 4th, 1982

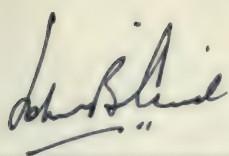
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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

**BILL 10**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Municipal Elections Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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BILL 10

1982

### An Act to amend the Municipal Elections Act

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 9 (1) of the *Municipal Elections Act*, being chapter 308 s. 9 (1),  
re-enacted of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:
  - (1) Notwithstanding any other general or special Act and Three-year  
term except where otherwise specifically provided in this Act, the term of office of all offices, the election to which is governed by this Act, shall be three years, commencing on the first day of December in an election year.
2. Subsection 10 (1) of the said Act is repealed and the following s. 10 (1),  
re-enacted substituted therefor:
  - (1) An election shall be held in accordance with this Act in Election  
year each municipality in the year 1982 and in every third year thereafter for the purpose of electing persons to offices.
3. This Act comes into force on the day it receives Royal Assent. Commencement
4. The short title of this Act is the *Municipal Elections Amendment Act, 1982*. Short title

~~ASSENTED TO BY THE LIEUTENANT-GOVERNOR~~ APRIL 23, 1982

*Roderick Lewis*  
CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend  
the Municipal Elections Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

March 16th, 1982

*3rd Reading*

April 23rd, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs  
and Housing

**BILL 12**

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*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Municipal Act**

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**THE HON. C. BENNETT**  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 12

1982

### An Act to amend the Municipal Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 10 (2) of the *Municipal Act*, being chapter 302 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:

(2) The Municipal Board, upon the application of the Ministry or of not less than thirty inhabitants of a locality situated in territory without municipal organization and having a population of not less than fifty, may incorporate the inhabitants of the locality or a larger or smaller locality as an improvement district.

2. The said Act is amended by adding thereto the following section:

s. 39a,  
enacted

39a.—(1) If not already vacant by virtue of any Act, the seat of a reeve or deputy reeve on the council of a local municipality becomes vacant if his seat on the county council is declared vacant by the county council.

(2) Where a county council declares the seat of one of its members to be vacant and, as a result of the declaration, the seat of that member on the council of a local municipality becomes vacant under subsection (1), the county council shall forthwith cause a copy of its declaration to be forwarded to the council of the local municipality and that council shall forthwith declare the seat of the member on that council to be vacant.

3. Subsection 62 (1) of the said Act is repealed and the following substituted therefor:

(1) Where a vote is taken for any purpose and a member requests immediately prior or immediately subsequent to the taking of the vote that the vote be recorded, each member present, except a member who is disqualified from voting by any Act, shall announce his vote openly, and any failure to vote by a

s. 62 (1),  
re-enacted  
Recorded  
votes

member who is not disqualified shall be deemed to be a negative vote and the clerk shall record each vote.

s. 82 (a),  
re-enacted

- 4.** Clause 82 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the municipality at such place of deposit as may be approved by the council.

s. 143 (4) (a),  
amended

- 5.** Clause 143 (4) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

s. 143a,  
enacted

Extendible  
and  
retractable  
debentures

- 6.** The said Act is further amended by adding thereto the following section:

**143a.**—(1) Notwithstanding any other provision of this Act, a local municipality may provide in any money by-law for the issuing of debentures, which by-law shall not require the assent of the electors, that all or a portion of the debentures to be issued thereunder shall be payable on a fixed date not less than five years after the date of issue thereof with interest payable annually or semi-annually, subject to the obligation of the municipality,

Change of  
interest  
rate

(a) to extend the term of all or any of the debentures at the request of the holder thereof given to the treasurer of the municipality at any time or times fixed in the by-law prior to the maturity date of the debentures on the terms and subject to the conditions as to notice and other relevant matters set forth in the by-law, which debentures shall be known as extendible term debentures; or

(b) if the debentures have a maturity date longer than five years, to redeem all or any of the debentures at the request of a holder thereof at an earlier date or dates fixed in the by-law not earlier than five years after the date upon which the debentures are issued, on the terms and subject to the conditions as to notice and other relevant matters set forth in the by-law, which debentures shall be known as retractable term debentures.

(2) A by-law passed under subsection (1) shall,

(a) with respect to extendible term debentures,

(i) fix the rate of interest payable thereon during the initial term, and

- (ii) provide that the rate of interest payable thereon with respect to any extended term,
  - (A) shall be the same as the amount fixed under subclause (i),
  - (B) shall be such different rate as is set out in the by-law, or
  - (C) shall be a rate determined by a further by-law of the municipality passed not less than six months prior to the maturity date of the debentures; and
- (b) with respect to retractable term debentures,
  - (i) fix the rate of interest payable thereon prior to the first early redemption date,
  - (ii) provide that the rate of interest payable thereon with respect to any period commencing the day immediately following an early redemption date and expiring with the next early redemption date or with the maturity date, as the case may be,
    - (A) shall be the same as the amount fixed under subclause (i),
    - (B) shall be such different rate as is set out in the by-law, or
    - (C) shall be a rate determined by a further by-law of the municipality passed not less than six months prior to the beginning of the period.

(3) Where a by-law passed under subsection (1) contains a provision authorized by sub-subclause (2) (a) (ii) (C) or (b) (ii) (C), notice of the change in the interest rate shall be sent by the treasurer of the municipality by prepaid mail at least seventy days prior to the date set for such change to the person, if any, in whose name the debenture is registered at the address shown in the Debenture Registry Book and shall be published at least sixty days prior to the maturity or redemption date in such manner as the by-law may provide.

(4) A by-law passed under subsection (1) shall, with respect to extendible or retractable term debentures, provide for raising by a special rate on all the rateable property in the municipality, Mandatory provisions in by-law

- (a) in each year of the currency of the debentures, a sum sufficient to pay the interest thereon; and
- (b) in each year of the currency of the debentures, a specified amount to form a retirement fund for the debentures which amount shall be equal to or greater than the amount that would have been required to have been raised in each year in respect of principal if the principal amount of the debentures had been payable in equal annual instalments and the debentures had been issued for the maximum period of years that was approved by the Municipal Board for the repayment of debentures issued for the debt for which the debentures were issued, commencing on the date of the debentures,

to the extent that such sums have not been provided for by any special rate or rates imposed on persons or property made especially liable therefor by the by-law or by any other by-law or by-laws passed by the municipality or any other municipality in accordance with any general or special Act.

**Retirement fund**

(5) The retirement fund referred to in clause (4) (b) shall be administered in all respects in the same manner as a sinking fund established under section 146, and subsections 146 (3) to (9) apply with necessary modifications to the retirement fund.

**Debentures to refund existing debentures at maturity**

(6) To the extent that it has not otherwise been raised or is not otherwise available, the money required to refund extendible or retractable term debentures issued under a by-law passed under this section shall be raised by the issue of debentures under the appropriate clause of subsection (7).

**Exchange and refund**

(7) A municipality may, by by-law, authorize the issue of debentures,

- (a) to be exchanged for extendible term debentures extended by the holders thereof in accordance with this section and the by-law authorizing the issue of such debentures;
- (b) to refund at maturity extendible term debentures; and
- (c) to refund retractable term debentures at maturity and at early redemption dates.

**Maximum term of debentures**

(8) Debentures issued under subsection (7) shall be payable within the maximum period of years that was approved by the order of the Municipal Board for the repayment of debentures issued for the debt for which the debentures were issued, commencing on the date of the debentures that are being refunded or for which the exchange is being made.

(9) A by-law passed under subsection (7) shall provide for the amounts of principal and interest payable on the debentures to be raised by a rate or rates on the rateable property of the same class or classes of ratepayers as were subject to the rates levied to raise amounts to pay the principal and interest payable on the debentures that are being refunded or for which the exchange is being made.

(10) A by-law passed under subsection (2) to fix rates of interest or to change rates of interest shall express the rates in terms of a specific percentage rate and not in terms of a percentage rate based on another rate or amount to be ascertained in the future.

(11) The period by which an extendible term debenture may be extended under clause (1) (a) shall be not less than five years and the period shall expire within the maximum period of years that was approved by the Municipal Board for the repayment of debentures issued for the debt for which the extendible debenture was issued, commencing on the date of the extendible debenture.

(12) Early redemption dates fixed by a by-law passed under clause (1) (b) shall be at least five years apart and the last early redemption date shall precede the maturity date of the debentures by at least five years.

(13) Notwithstanding any other provision of this Act or any other Act, the assent of the electors and the approval of the Municipal Board is not required for the extending of debentures under clause (1) (a) or the issuing of debentures under subsection (7).

**7.** Clause 146 (3) (a) of the said Act is repealed and the following substituted therefor:

(a) with a bank named in Schedule A or B to the *Bank Act* (1980-81, c. 40 (Can.), R.S.O. 1980, c. 249)  
 (Canada) or a trust company that is registered under the *Loan and Trust Corporations Act*; or

**8.** Subclause 169 (2) (a) (iii) of the said Act is amended by striking out "chartered bank to which the *Bank Act* (Canada) applies" in the fourth and fifth lines and inserting in lieu thereof "bank named in Schedule A or B to the *Bank Act* (Canada)".

**9.—(1)** Paragraph 23 of section 208 of the said Act is repealed and the following substituted therefor:

- Agreements respecting use of employees and equipment  
s. 208,  
par. 42 (a, b),  
repealed
- s. 208,  
par. 55 (d),  
repealed
- s. 210,  
par. 45 (b, d),  
repealed
- s. 210,  
par. 117 (a),  
repealed
- s. 210,  
par. 118(b),  
repealed
- s. 210,  
par. 125 (b),  
re-enacted
- R.S.O. 1980,  
c. 198
- s. 210,  
par. 125 (d),  
amended
- s. 243 (2),  
re-enacted
- Idem
- Statements by local boards
- s. 315,  
par. 8 (b),  
repealed
- s. 315,  
par. 9,  
re-enacted
23. For providing for the use by any person of any of the employees or mechanical equipment of the municipality and for fixing the terms, conditions and charges therefor.
- (2) Clauses (a) and (b) of paragraph 42 of the said section 208 are repealed.
- (3) Clause (d) of paragraph 55 of the said section 208 is repealed.
- 10.—**(1) Clauses (b) and (d) of paragraph 45 of section 210 of the said Act are repealed.
- (2) Clause (a) of paragraph 117 of the said section 210 is repealed.
- (3) Clause (b) of paragraph 118 of the said section 210 is repealed.
- (4) Clause (b) of paragraph 125 of the said section 210 is repealed and the following substituted therefor:
- (b) Subsection 147 (13) of the *Highway Traffic Act* applies with necessary modifications to a by-law passed under this paragraph.
- (5) Clause (d) of paragraph 125 of the said section 210 is amended by inserting at the commencement thereof "Notwithstanding subsection 321a (2) and".
- 11.** Subsection 243 (2) of the said Act is repealed and the following substituted therefor:
- (2) A statement submitted under subsection (1) shall also indicate the by-law or resolution and the statutory provision under the authority of which the remuneration or expenses were paid.
- (3) Where in any year a local board or other body pays remuneration or expenses to a member of the local board or body who was appointed by a municipality or who is a member by virtue of his membership on a municipal council, the local board or body shall, on or before the 31st day of January in the next following year, submit to the treasurer of the municipality that the member represents a statement of the remuneration and expenses so paid and the statement shall be itemized to the extent required by the treasurer of the municipality.
- 12.—**(1) Clause (b) of paragraph 8 of section 315 of the said Act is repealed.
- (2) Paragraph 9 of the said section 315 is repealed and the following substituted therefor:

9. For designating any lane on any road over which the municipality has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law, and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law and for prohibiting and regulating the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

(a) For the purposes of this paragraph,

- (i) "any other municipality" includes a metropolitan, regional and district municipality and the County of Oxford,
- (ii) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the municipality, or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

(3) Paragraph 11 of the said section 315 is amended by striking out "as a lane solely or principally for the use of public transit motor vehicles or bicycles" in the second and third lines and inserting in lieu thereof "for the uses referred to in the said paragraphs".

(4) Where a by-law has been passed by a local municipality for a purpose referred to in paragraph 9 of section 315 of the *Municipal Act*, as re-enacted by subsection (2) of this section, under a provision of the *Municipality of Metropolitan Toronto Act*, the *County of Oxford Act* or an Act establishing a regional municipality and the provision of the Act, under which the by-law was passed, is repealed, the by-law shall continue in full force and effect until amended or repealed, as if the provision of the Act under which the by-law was passed had not been repealed.

**13.** Section 321 of the said Act is repealed and the following substituted therefor:

321. By-laws may be passed by the councils of all municipalities and by the boards of commissioners of police for providing that any person who contravenes any by-law of the council or of the board, as the case may be, passed under the authority of this Act, is guilty of an offence and for providing for the imposition of fines of not more than \$2,000 on every person who is convicted of an offence under any such by-law.

Illegally  
parked  
vehicles,  
owner's  
liability

**321a.**—(1) A by-law passed for the purposes of section 321 may provide that, where a vehicle has been left parked, stopped or left standing in contravention of a by-law passed under this Act, the owner of the vehicle, notwithstanding that he was not the driver of the vehicle at the time of the contravention of the by-law, is guilty of an offence and is liable to the fine prescribed for the offence unless, at the time of the offence, the vehicle was in the possession of some person other than the owner without the owner's consent.

Payment  
out of  
court

(2) A by-law passed for the purposes of section 321 may provide a procedure for the voluntary payment of penalties out of court in cases where it is alleged that a by-law related to the parking, standing or stopping of vehicles has been contravened.

s. 386 (8),  
amended

**14.** Subsection 386 (8) of the said Act is amended by striking out "chartered bank of Canada" in the fifth line and inserting in lieu thereof "bank named in Schedule A or B to the *Bank Act* (Canada)".

Commencement

**15.** This Act comes into force on the day it receives Royal Assent.

Short title

**16.** The short title of this Act is the *Municipal Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

July 1 1982

CLERK  
LEGISLATIVE ASSEMBLY



An Act to amend the Municipal Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 25th, 1982

*3rd Reading*

July 6th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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**BILL 13**

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*Dale Blodget*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the County of Oxford Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO

1888

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BILL 13

1982

### An Act to amend the County of Oxford Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.** The *County of Oxford Act*, being chapter 365 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:<sup>s. 2a, enacted</sup>

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by an area municipality the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.<sup>Alteration of status of area municipality</sup>

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.<sup>Application of R.S.O. 1980, c. 302, ss. 17, 19, 22</sup>

- 2.** Section 13 of the said Act is amended by adding thereto the following subsections:<sup>s. 13, amended</sup>

(2a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the County Council.<sup>Application of R.S.O. 1980, c. 302</sup>

(2b) A member of the County Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the council does not accept his resignation it is of no effect.<sup>Resignation from County Council</sup>

- |   |   |
|---|---|
| <p>Where<br/>vacancy<br/>in County<br/>Council<br/>or area<br/>municipality<br/>council</p> <p>Declaration<br/>of vacancy</p> <p>Idem</p> <p>s. 23 (a),<br/>re-enacted</p> <p>s. 38 (2),<br/>re-enacted</p> <p>Establish-<br/>ment of<br/>bus lanes,<br/>etc.</p> <p>Interpre-<br/>tation</p> | <p>(2c) If not already vacant by virtue of any general or special Act,</p> <ul style="list-style-type: none"> <li>(a) the seat of a member of the County Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and</li> <li>(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the County Council is declared vacant by the County Council.</li> </ul> <p>(2d) Where the County Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (2e), and subsection (2c) applies, the County Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.</p> <p>(2e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (2d) the County Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.</p> <p><b>3.</b> Clause 23 (a) of the said Act is repealed and the following substituted therefor:</p> <ul style="list-style-type: none"> <li>(a) open an account or accounts in the name of the County at such place of deposit as may be approved by the County Council.</li> </ul> <p><b>4.</b> Subsection 38 (2) of the said Act is repealed and the following substituted therefor:</p> <p>(2) The County Council may by by-law designate any lane on any road over which it has jurisdiction as a lane solely or principally for use by public transit motor vehicles, taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit or regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified in the by-law..</p> <p>(3) For the purposes of subsection (2),</p> <ul style="list-style-type: none"> <li>(a) "any other municipality" includes a metropolitan municipality and a regional municipality;</li> <li>(b) "public transit motor vehicle" means a motor vehicle owned and operated by, for or on behalf of the County</li> </ul> |
|---|---|

or any other municipality as part of its passenger transportation service and such other class or classes of motor vehicles operated in connection with the provision of a passenger transportation service as may be specified in the by-law.

- 5.** Subsections 66 (1) and (2) of the said Act are repealed and the following substituted therefor:

s. 66 (1),  
repealed;  
s. 66 (2),  
re-enacted

(2) The County shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1975, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the County, and, if the County fails to pay such amounts before the due date, the area municipality may charge the County interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

- 6.** Subsection 85 (2) of the said Act is repealed and the following substituted therefor:

s. 85 (2),  
re-enacted

(2) In preparing the estimates, the County Council shall make allowance to be made in estimates due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

- 7.** The said Act is further amended by adding thereto the following section:

s. 91a,  
enacted

**91a.—(1)** The County Council may in each year provide in the estimates for the establishment or maintenance of a reserve fund for any purpose for which it has authority to spend funds.

(2) The moneys raised for a reserve fund established under subsection (1) shall be paid into a special account and may be invested in such securities as a trustee may invest in under the *Trustee Act*, and the earnings derived from the investment of such moneys form part of the reserve fund.

R.S.O. 1980,  
c. 512

(3) The moneys raised for a reserve fund established under subsection (1) shall not be expended, pledged or applied to any purpose other than that for which the fund was established, unless approved by the County Council.

Application  
of funds

Auditor's report	(4) The auditor in his annual report shall report on the activities and position of each reserve fund established under subsection (1).
s. 98 (7) (a), amended	<b>8.</b> —(1) Clause 98 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".
s. 98, amended	(2) Section 98 of the said Act is amended by adding thereto the following subsection:
Premiums on foreign currency	(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.
s. 99a, enacted	<b>9.</b> The said Act is further amended by adding thereto the following section:
Application of R.S.O. 1980, c. 302, s. 143a	99a. Section 143a of the <i>Municipal Act</i> applies with necessary modifications to the County.
s. 117 (1), re-enacted	<b>10.</b> Subsection 117 (1) of the said Act is repealed and the following substituted therefor:
Application of R.S.O. 1980, c. 302	(1) Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3) and section 190, paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the <i>Municipal Act</i> apply with necessary modifications to the County.
Commencement	<b>11.</b> —(1) This Act, except sections 4 and 9, comes into force on the day it receives Royal Assent.
Idem	(2) Sections 4 and 9 come into force on a day to be named by proclamation of the Lieutenant Governor.
Short title	<b>12.</b> The short title of this Act is the <i>County of Oxford Amendment Act, 1982</i> .

ASSENTED TO BY LIEUTENANT-GOVERNOR

JULY 7, 1982

Roderick Laid

**CLERK  
LEGISLATIVE ASSEMBLY**



An Act to amend the  
County of Oxford Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 25th, 1982

*3rd Reading*

July 6th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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## **Bill 14**

*(Chapter 8  
Statutes of Ontario, 1983)*

### **An Act to revise the Municipal Conflict of Interest Act**

The Hon. C. Bennett  
*Minister of Municipal Affairs and Housing*

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<i>1st Reading</i>	March 11th, 1982
<i>2nd Reading</i>	February 1st, 1983
<i>3rd Reading</i>	February 14th, 1983
<i>Royal Assent</i>	February 23rd, 1983

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**Bill 14****1982**

**An Act to revise the  
Municipal Conflict of Interest Act**

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

- (a) “child” means a child born within or outside marriage and includes an adopted child and a person whom a parent has demonstrated a settled intention to treat as a child of his or her family;
- (b) “controlling interest” means the interest that a person has in a corporation when he beneficially owns, directly or indirectly, or exercises control or direction over, equity shares of the corporation carrying more than 10 per cent of the voting rights attached to all equity shares of the corporation for the time being outstanding;
- (c) “council” means the council of a municipality other than an improvement district and means the board of trustees of a municipality that is an improvement district;
- (d) “elector” means,
  - (i) in respect of a municipality, or a local board thereof, other than a school board, a person entitled to vote at a municipal election in the municipality, and
  - (ii) in respect of a school board, a person entitled to vote at the election of members of the school board;
- (e) “interest in common with electors generally” means a pecuniary interest in common with the electors

within the area of jurisdiction and, where the matter under consideration affects only part of the area of jurisdiction, means a pecuniary interest in common with the electors within that part;

- (f) "judge" means a judge of the county or district court of the county or district in which the municipality or the administrative or head office of the local board is situate, or if, through illness or absence there is no judge of that court able to act, a judge of the county or district court of a county or district that adjoins the county or district in which the municipality or the administrative or head office of the local board is situate;
- (g) "local board" means a school board, board of directors of a children's aid society, committee of adjustment, committee of management of a community recreation centre, conservation authority, court of revision, land division committee, public utilities commission, public library board, board of management of an improvement area, board of park management, board of health, board of commissioners of police, planning board, district welfare administration board, trustees of a police village, board of trustees of a police village, board or committee of management of a home for the aged, suburban roads commission or any other board, commission, committee, body or local authority established or exercising any power or authority under any general or special Act in respect of any of the affairs or purposes, including school purposes, of a municipality or of two or more municipalities or parts thereof, but does not include a committee of management of a community recreation centre appointed by a school board, a local roads board, a local services board or a negotiating committee appointed under the *Municipal Boundary Negotiations Act, 1981*;
- (h) "meeting" includes any regular, special, committee or other meeting of a council or local board, as the case may be;
- (i) "member" means a member of a council or of a local board;
- (j) "municipality" means the corporation of a county, city, town, village, township or improvement district or of a metropolitan, regional or district municipality and a board, commission or other local authority

exercising any power in respect of municipal affairs or purposes, including school purposes, in territory without municipal organization, but does not include a committee of management of a community recreation centre appointed by a school board, a local roads board or a local services board;

- (k) "parent" means a person who has demonstrated a settled intention to treat a child as a member of his or her family whether or not that person is the natural parent of the child;
- (l) "school board" means a board of education, public school board, secondary school board, Roman Catholic separate school board or Protestant separate school board and includes a divisional board of education;
- (m) "senior officer" means the chairman or any vice-chairman of the board of directors, the president, any vice-president, the secretary, the treasurer or the general manager of a corporation or any other person who performs functions for the corporation similar to those normally performed by a person occupying any such office;
- (n) "spouse" means either of a man and woman who,
  - (i) are married to each other,
  - (ii) are married to each other by a marriage that is voidable and has not been voided by a judgment of nullity, or
  - (iii) have gone through a form of marriage with each other, in good faith, that is void and are cohabiting or have cohabited within the preceding year, or
  - (iv) not being married to each other have cohabited,
    - (A) continuously for a period of not less than five years, or
    - (B) in a relationship of some permanence where there is a child born of whom they are the natural parents,

and have so cohabited within the preceding year.

Indirect  
pecuniary  
interest

**2.** For the purposes of this Act, a member has an indirect pecuniary interest in any matter in which the council or local board, as the case may be, is concerned, if,

(a) he or his nominee,

(i) is a shareholder in, or a director or senior officer of, a corporation that does not offer its securities to the public,

(ii) has a controlling interest in or is a director or senior officer of, a corporation that offers its securities to the public, or

(iii) is a member of a body,

that has a pecuniary interest in the matter; or

(b) he is a partner of a person or is in the employment of a person or body that has a pecuniary interest in the matter.

Interest of  
certain  
relatives  
deemed that  
of member

**3.** For the purposes of this Act, the pecuniary interest, direct or indirect, of a parent or the spouse or any child of the member shall, if known to the member, be deemed to be also the pecuniary interest of the member.

#### EXCEPTIONS

Where s. 5  
does not  
apply

**4.** Section 5 does not apply to a pecuniary interest in any matter that a member may have,

(a) as a user of any public utility service supplied to him by the municipality or local board in like manner and subject to the like conditions as are applicable in the case of persons who are not members;

(b) by reason of his being entitled to receive on terms common to other persons any service or commodity or any subsidy, loan or other such benefit offered by the municipality or local board;

(c) by reason of his purchasing or owning a debenture of the municipality or local board;

(d) by reason of his having made a deposit with the municipality or local board, the whole or part of

which is or may be returnable to him in like manner as such a deposit is or may be returnable to all other electors;

- (e) by reason of having an interest in any property affected by a work under the *Drainage Act* or under the *Local Improvement Act*;

R.S.O. 1980,  
c. 126, 250

- (f) by reason of having an interest in farm lands that are exempted from taxation for certain expenditures under the *Assessment Act*;

R.S.O. 1980,  
c. 31

- (g) by reason of the member being eligible for election or appointment to fill a vacancy, office or position in the council or local board when the council or local board is empowered or required by any general or special Act to fill such vacancy, office or position;

- (h) by reason only of his being a director or senior officer of a corporation incorporated for the purpose of carrying on business for and on behalf of the municipality or local board or by reason only of his being a member of a board, commission, or other body as an appointee of a council or local board;

- (i) in respect of an allowance for attendance at meetings, or any other allowance, honorarium, remuneration, salary or benefit to which he may be entitled by reason of being a member or under a by-law passed pursuant to section 252 of the *Municipal Act*, or as a member of a volunteer fire brigade, as the case may be;

R.S.O. 1980,  
c. 302

- (j) by reason of the member having a pecuniary interest which is an interest in common with electors generally; or

- (k) by reason only of an interest of the member which is so remote or insignificant in its nature that it cannot reasonably be regarded as likely to influence the member.

#### DUTY OF MEMBER

- 5.—(1)** Where a member, either on his own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the council or local board at which the matter is the subject of consideration, he,

When  
present at  
meeting at  
which matter  
considered

- (a) shall, prior to any consideration of the matter at the meeting, disclose his interest and the general nature thereof;
- (b) shall not take part in the discussion of, or vote on any question in respect of the matter; and
- (c) shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

Where member to leave closed meeting

(2) Where the meeting referred to in subsection (1) is not open to the public, in addition to complying with the requirements of that subsection, the member shall forthwith leave the meeting or the part of the meeting during which the matter is under consideration.

When absent from meeting at which matter considered

(3) Where the interest of a member has not been disclosed as required by subsection (1) by reason of his absence from the meeting referred to therein, the member shall disclose his interest and otherwise comply with subsection (1) at the first meeting of the council or local board, as the case may be, attended by him after the meeting referred to in subsection (1).

#### RECORD OF DISCLOSURE

Disclosure to be recorded in minutes

**6.**—(1) Every declaration of interest and the general nature thereof made under section 5 shall, where the meeting is open to the public, be recorded in the minutes of the meeting by the clerk of the municipality or secretary of the committee or local board, as the case may be.

Idem

(2) Every declaration of interest made under section 5, but not the general nature of that interest, shall, where the meeting is not open to the public, be recorded in the minutes of the next meeting that is open to the public.

#### REMEDY FOR LACK OF QUORUM

Quorum deemed constituted

**7.**—(1) Where the number of members who, by reason of the provisions of this Act, are disabled from participating in a meeting is such that at that meeting the remaining members are not of sufficient number to constitute a quorum, then, notwithstanding any other general or special Act, the remaining number of members shall be deemed to constitute a quorum, provided such number is not less than two.

Application to judge

(2) Where in the circumstances mentioned in subsection (1), the remaining number of members who are not disabled from participating in the meeting is less than two, the council or local

board may apply to a judge on an *ex parte* basis for an order authorizing the council or local board, as the case may be, to give consideration to, discuss and vote on the matter out of which the interest arises.

(3) The judge may, on an application brought under subsection (2), by order, declare that section 5 does not apply to the council or local board, as the case may be, in respect of the matter in relation to which the application is brought, and the council or local board thereupon may give consideration to, discuss and vote on the matter in the same manner as though none of the members had any interest therein, subject only to such conditions and directions as the judge may consider appropriate and so order.

Power of  
judge to  
declare s. 5  
not to apply

#### ACTION WHERE CONTRAVENTION ALLEGED

**8.** The question of whether or not a member has contravened subsection 5 (1), (2) or (3) may be tried and determined by a judge.

Who may try  
alleged  
contra-  
vention of  
s. 5 (1-3)

**9.**—(1) Subject to subsection (3), an elector may, within six weeks after the fact comes to his knowledge that a member may have contravened subsection 5 (1), (2) or (3), apply to the judge by way of originating notice of motion in the manner prescribed by the rules of court for a determination of the question of whether the member has contravened subsection 5 (1), (2) or (3).

Who may  
apply to  
judge

(2) The elector in his notice of motion shall state the grounds for finding a contravention by the member of subsection 5 (1), (2) or (3).

Contents of  
notice of  
motion

(3) No application shall be brought under subsection (1) after the expiration of six years from the time at which the contravention is alleged to have occurred.

Time for  
bringing  
application  
limited

**10.**—(1) Subject to subsection (2), where the judge determines that a member or a former member while he was a member has contravened subsection 5 (1), (2) or (3), he,

Power of  
judge to  
declare seat  
vacant,  
disqualify  
member and  
require  
restitution

- (a) shall, in the case of a member, declare the seat of the member vacant; and
- (b) may disqualify the member or former member from being a member during a period thereafter of not more than seven years; and
- (c) may, where the contravention has resulted in personal financial gain, require the member or former

member to make restitution to the party suffering the loss, or, where such party is not readily ascertainable, to the municipality or local board of which he is a member or former member.

Saving by reason of inadvertence or *bona fide* error

(2) Where the judge determines that a member or a former member while he was a member has contravened subsection 5 (1), (2) or (3), if the judge finds that the contravention was committed through inadvertence or by reason of a *bona fide* error in judgment, the member is not subject to having his seat declared vacant and the member or former member is not subject to being disqualified as a member, as provided by subsection (1).

Member not to be suspended

(3) The authority to disqualify a member in subsection (1) does not include the right to suspend a member.

Appeal to Divisional Court

**11.**—(1) An appeal lies from any order made under section 10 to the Divisional Court in accordance with the rules of court.

Judgment or new trial

(2) The Divisional Court may give any judgment that ought to have been pronounced, in which case its decision is final, or the Divisional Court may grant a new trial for the purpose of taking evidence or additional evidence and may remit the case to the trial judge or another judge and, subject to any directions of the Divisional Court, the case shall be proceeded with as if there had been no appeal.

Appeal from order or new trial

(3) Where the case is remitted to a judge under subsection (2), an appeal lies from the order of the judge to the Divisional Court in accordance with the provisions of this section.

Proceedings not invalidated but voidable

**12.** The failure of any person to comply with subsection 5 (1), (2) or (3) does not of itself invalidate any proceedings in respect of any such matter but the proceedings in respect of such matter are voidable at the instance of the municipality or of the local board, as the case may be, before the expiration of two years from the date of the passing of the by-law or resolution authorizing such matter unless to make void the proceedings would adversely affect the rights of any person acquired under or by virtue of the proceedings who acted in good faith and without actual notice of the failure to comply with subsection 5 (1), (2) or (3).

Procedure substituted for *quo warranto* proceedings

**13.** Proceedings to declare a seat vacant or to disqualify a member or former member for conflict of interest, or to require a member or former member to make restitution where a contravention has resulted in personal financial gain, shall be had and taken only under the provisions of this Act.

## GENERAL

**14.**—(1) Notwithstanding section 248 of the *Municipal Act*, the council of every municipality may at any time pass by-laws for contracting for insurance to protect a member of the council or of any local board thereof, who has been found not to have contravened section 5, against any costs or expenses incurred by the member as a result of a proceeding brought under this Act, and for paying on behalf of or reimbursing the member for any such costs or expenses.

Liability  
insurance,  
payment of  
damages, etc.  
R.S.O. 1980,  
c. 302

(2) A local board has the same powers to provide insurance for or to make payments to or on behalf of its members as are conferred upon the council of a municipality under this section in respect of its members.

Local boards

(3) A by-law passed under this section may provide that it applies to a person who was a member at the time the circumstances giving rise to the proceeding occurred but who, prior to the judgment in the proceeding, has ceased to be a member.

Former  
members

**15.** In the event of conflict between any provision of this Act and any provision of any general or special Act, the provision of this Act prevails.

Conflict with  
other Acts

**16.**—(1) Sections 63 and 64 of the *Municipal Act*, being chapter 302 of the Revised Statutes of Ontario, 1980, are repealed.

R.S.O. 1980,  
c. 302,  
ss. 63, 64,  
repealed

(2) Subsection 248 (1) of the said Act is amended by inserting after “may” in the first line “at any time” and by inserting after “proceeding” in the eighth line “except a proceeding brought under the *Municipal Conflict of Interest Act, 1983*”.

Idem,  
s. 248 (1),  
amended

1983, c. 8

**17.** Subsection 15(2) of the *Child Welfare Act*, being chapter 66 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:

R.S.O. 1980,  
c. 66,  
s. 15 (2),  
re-enacted

(2) A society shall be deemed to be a local board of each municipality in which it has jurisdiction for the purposes of the *Ontario Municipal Employees Retirement System Act* and the *Municipal Conflict of Interest Act, 1983* and not for any other purpose.

When society  
a local board

R.S.O. 1980,  
c. 348

**18.** Subsection 3 (6) of the *Shoreline Property Assistance Act*, being chapter 471 of the Revised Statutes of Ontario, 1980, is repealed.

R.S.O. 1980,  
c. 471,  
s. 3 (6),  
repealed

R.S.O. 1980,  
c. 421,  
s. 65 (10),  
repealed

R.S.O. 1980,  
c. 85, s. 37,  
repealed

R.S.O. 1980,  
c. 500, s. 3  
(2), repealed

Repeal of  
R.S.O. 1980,  
c. 305

Where  
proceedings  
to be under  
R.S.O. 1980,  
c. 305

Saving

Commencement

Short title

**19.** Subsection 65 (10) of the *Public Transportation and Highway Improvement Act*, being chapter 421 of the Revised Statutes of Ontario, 1980, is repealed.

**20.** Section 37 of the *Conservation Authorities Act*, being chapter 85 of the Revised Statutes of Ontario, 1980, is repealed.

**21.** Subsection 3 (2) of the *Tile Drainage Act*, being chapter 500 of the Revised Statutes of Ontario, 1980, is repealed.

**22.** The *Municipal Conflict of Interest Act* is repealed.

**23.**—(1) Notwithstanding section 22, where, before the coming into force of this Act, proceedings are commenced under the *Municipal Conflict of Interest Act* or circumstances arise, that give grounds for the commencement of proceedings under that Act, then the proceedings shall be continued or commenced and taken, as the case may be, under the *Municipal Conflict of Interest Act*, and not under this Act, but no such proceedings shall be commenced more than one year after this Act comes into force.

(2) Notwithstanding subsection (1), no proceeding may be commenced under the *Municipal Conflict of Interest Act* after the coming into force of this Act in respect of a member's failure to declare an interest acquired after a meeting referred to in subsection 2 (1) of that Act.

**24.** This Act comes into force on a day to be named by proclamation of the Lieutenant Governor.

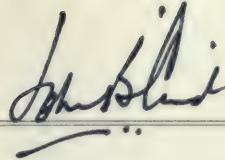
**25.** The short title of this Act is the *Municipal Conflict of Interest Act, 1983*.

ASSENTED TO BY ADMINISTRATOR OF THE PROVINCE February 23, 1983

CLERK  
LEGISLATIVE ASSEMBLY

**BILL 15**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend certain Acts respecting Regional Municipalities**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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**BILL 15****1982**

**An Act to amend certain Acts respecting  
Regional Municipalities**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**PART I**

**REGIONAL MUNICIPALITY OF OTTAWA-CARLETON**

- 1.** The *Regional Municipality of Ottawa-Carleton Act*, being chapter <sup>s. 2a,</sup> enacted 439 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

- 2.** Subsection 4 (6) of the said Act is repealed. <sup>s. 4 (6),  
repealed</sup>
- 3.** The said Act is further amended by adding thereto the following section:

**6a.** Notwithstanding the provisions of any general or special Act or of any order of the Municipal Board, the council of every <sup>Head  
of area  
municipality  
councils</sup>

area municipality shall include a mayor who shall be elected by a general vote of the electors of the area municipality and who shall be the head of council and no council of an area municipality shall include a reeve.

Reeve to  
become  
mayor  
R.S.O. 1980,  
c. 439

s. 13 (1),  
amended

s. 14,  
amended

Application of  
R.S.O. 1980,  
c. 302

Resignation  
from Regional  
Council

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

Declaration  
of vacancy

**4.** Upon the coming into force of section 3 of this Act a reeve of an area municipality as defined in the *Regional Municipality of Ottawa-Carleton Act* shall become the mayor of that area municipality and shall continue to be the head of its council and shall be deemed to have been elected mayor of that area municipality by a general vote of its electors.

**5.** Subsection 13 (1) of the said Act is amended by striking out "Sixteen" in the first line and inserting in lieu thereof "Seventeen".

**6.—(1)** Section 14 of the said Act is amended by adding thereto the following subsections:

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and the Council may refuse to accept his resignation in which case it is of no effect.

(3c) If not already vacant by virtue of any general or special Act,

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council

Idem

or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

(2) Subsection 14 (5) of the said Act is repealed.

s. 14 (5),  
repealed

7. Clause 25 (a) of the said Act is repealed and the following substituted therefor:

s. 25 (a),  
re-enacted

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

8. Section 63 of the said Act is repealed and the following substituted therefor:

s. 63,  
re-enacted

63.—(1) The Regional Council may by by-law designate any lane on any road over which the council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Establish-  
ment of  
bus lanes,  
etc.

(2) For the purposes of subsection (1),

Interpre-  
tation

(a) “any other municipality” includes a metropolitan and regional municipality;

(b) “public transit motor vehicle” means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

9. Section 105 of the said Act is repealed.

s. 105,  
repealed

10. Subsection 120 (2) of the said Act is repealed and the following substituted therefor:

s. 120 (2),  
re-enacted

(2) In preparing the estimates the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

Allowance to  
be made in  
estimates

11. Clause 133 (7) (a) of the said Act is amended by striking out “ten” in the third line and inserting in lieu thereof “five”.

s. 133 (7) (a),  
amended

s. 134a,  
enacted  
**12.** The said Act is further amended by adding thereto the following section:

Application of  
R.S.O. 1980,  
c. 302,  
s. 143a

**134a.** Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

s. 163 (1),  
amended  
**13.**—(1) Subsection 163 (1) of the said Act is amended by inserting after “106” in the first line “113”.

s. 163 (1),  
amended

(2) The said subsection 163 (1) is further amended by striking out “116, 121” in the first line and inserting in lieu thereof “114, 115, 116, 121 and 122”.

s. 182,  
amended

**14.** Section 182 of the said Act is amended by adding thereto the following subsection:

Exemption  
from  
taxation

(13) The lands, buildings and structures included within a regional convention centre designated under subsection (2), including the auditoriums, eating establishments and parking garages on such lands, shall be exempt from taxation for municipal and school purposes and from charges for local improvements to the extent that they are occupied for the purposes of a regional convention centre by the Regional Corporation or a board of management established under subsection (3) or by an area municipality pursuant to an agreement under subsection (12).

## PART II

### REGIONAL MUNICIPALITY OF NIAGARA

s. 2a,  
enacted

**15.** The *Regional Municipality of Niagara Act*, being chapter 438 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

Alteration of  
status of  
area  
municipality

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

**16.** Subsection 7 (3) of the said Act is repealed. s. 7 (3),  
repealed

**17.**—(1) Section 11 of the said Act is amended by adding thereto the following subsections:

(3a) Sections 38, 39, 40, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council. Application of  
R.S.O. 1980.  
c. 302

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the council which shall then be vacant, but he shall not vote on a motion as to his own resignation and the council may refuse to accept his resignation in which case it is of no effect. Resignation  
from Regional  
Council

(2) Subsection 11 (5) of the said Act is repealed. s. 11 (5),  
repealed

**18.** Clause 21 (a) of the said Act is repealed and the following substituted therefor: s. 21 (a),  
re-enacted

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

**19.** Section 76 of the said Act is repealed and the following substituted therefor: s. 76,  
re-enacted

76.—(1) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified. Establish-  
ment of  
bus lanes,  
etc.

(2) For the purposes of subsection (1), Interpretation

(a) “any other municipality” includes a metropolitan and regional municipality;

(b) “public transit motor vehicle” means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commis-

sion, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 86 (1),  
re-enacted

**20.**—(1) Subsection 86 (1) of the said Act is repealed and the following substituted therefor:

Controlled-access roads

(1) The Regional Council may by by-law designate any road in the regional road system, or any portion thereof, as a controlled-access road.

s. 86 (6, 7),  
re-enacted

(2) Subsections 86 (6) and (7) of the said Act are repealed and the following substituted therefor:

Appeal to  
Divisional  
Court

(6) Any person, including an area municipality, that has filed particulars of an objection or the Regional Corporation may, with the leave of the Divisional Court, appeal to that court from any order made under subsection (4).

Time for  
application

(7) Application for leave to appeal shall be made within thirty days after the date of the determination or order of the Municipal Board subject to the rules of the court as to vacations.

s. 105,  
repealed

**21.** Section 105 of the said Act is repealed.

s. 127 (2),  
re-enacted

**22.** Subsection 127 (2) of the said Act is repealed and the following substituted therefor:

Allowance  
to be made  
in estimates

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

s. 142 (7) (a),  
amended

**23.**—(1) Clause 142 (7) (a) of the said Act is amended by striking out “ten” in the third line and inserting in lieu thereof “five”.

s. 142,  
amended

(2) Section 142 of the said Act is amended by adding thereto the following subsection:

Premiums  
on foreign  
currency

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

- 24.** The said Act is further amended by adding thereto the following <sup>s. 143a,  
enacted</sup> section:

143a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation. <sup>Application of  
R.S.O. 1980,  
c. 302, s. 143a</sup>

- 25.** Subsection 161 (1) of the said Act is repealed and the following <sup>s. 161 (1),  
re-enacted</sup> substituted therefor:

(1) Sections 5, 105, 106, 113, 114, 115, 116, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 11, 12, 23, 24, 30, 50 and 54 of section 208, paragraph 60 and subparagraph ii of paragraph 125 of section 210, section 253 and paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation. <sup>Application of  
R.S.O. 1980,  
c. 302</sup>

### PART III

#### REGIONAL MUNICIPALITY OF YORK

- 26.** The *Regional Municipality of York Act*, being chapter 443 of the <sup>s. 2a,  
enacted</sup> Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

2a.—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council. <sup>Alteration  
of status  
of area  
municipality</sup>

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto. <sup>Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22</sup>

- 27.**—(1) Section 11 of the said Act is amended by adding thereto the following subsections: <sup>s. 11,  
amended</sup>

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council. <sup>Application of  
R.S.O. 1980,  
c. 302</sup>

Resignation  
from Regional  
Council

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the council does not accept his resignation it is of no effect.

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

(3c) If not already vacant by virtue of any general or special Act,

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

Declaration  
of vacancy

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Idem

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 11 (5, 6),  
repealed

(2) Subsections 11 (5) and (6) of the said Act are repealed.

s. 21 (a),  
re-enacted

**28.** Clause 21 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

s. 74a,  
enacted

**29.** The said Act is further amended by adding thereto the following section:

Establishment  
of bus  
lanes, etc.

**74a.**—(1) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such

number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

(2) For the purposes of subsection (1),

Interpre-  
tation

- (a) "any other municipality" includes a metropolitan and regional municipality;
- (b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

**30.** Section 101 of the said Act is repealed.

s. 101,  
repealed

**31.** Subsection 120 (2) of the said Act is repealed and the following s. 120 (2),  
re-enacted substituted therefor:

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

**32.—(1)** Clause 134 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

s. 134 (7) (a),  
amended

(2) Section 134 of the said Act is amended by adding thereto the following subsection:

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

Premiums  
on foreign  
currency

**33.** The said Act is further amended by adding thereto the following s. 135a,  
enacted section:

135a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

Application of  
R.S.O. 1980,  
c. 302, s. 143a

**34.** Subsection 153 (1) of the said Act is repealed and the following s. 153 (1),  
re-enacted substituted therefor:

Application of  
R.S.O. 1980,  
c. 302

(1) Sections 5, 105, 106, 110, 113, 114, 115, 116, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 11, 12, 23, 24, 30, 50 and 54 of section 208, subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV AND XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

## PART IV

### REGIONAL MUNICIPALITY OF WATERLOO

s. 2,  
amended

**35.**—(1) Section 2 of the *Municipality of Waterloo Act*, being chapter 442 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following subsections:

Portion of  
Kitchener  
annexed to  
Waterloo

(4a) That portion of the City of Kitchener described as follows is annexed to the City of Waterloo:

Parts 1, 7, 8 and 10 on a Reference Plan deposited in the Registry Office for the Registry Division of Waterloo North (No. 58) as Plan 58 R-3020.

Portion of  
Waterloo  
annexed to  
Kitchener

(4b) That portion of the City of Waterloo described as follows is annexed to the City of Kitchener:

Part 5 on a Reference Plan deposited in the Registry Office for the Registry Division of Waterloo North (No. 58) as Plan 58 R-3020 and Part 1 on a Reference Plan deposited in the said Registry Office for the Registry Division of Waterloo North (No. 58) as Plan 58 R-3329.

s. 2 (5),  
re-enacted

(2) Subsection 2 (5) of the said Act is repealed and the following substituted therefor:

Annexations  
deemed by  
Municipal  
Board orders

(5) Subsection (8) applies with necessary modifications to the annexations provided for in subsections (2), (3), (4), (4a) and (4b).

s. 2a,  
enacted

**36.** The said Act is amended by adding thereto the following section:

Alteration of  
status of area  
municipality

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying

on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

**37.**—(1) Section 11 of the said Act is amended by adding thereto the following subsections:

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

(3c) If not already vacant by virtue of any general or special Act,

- (a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and
- (b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

(2) Subsection 11 (5) of the said Act is repealed.

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

s. 11,  
amended

Application of  
R.S.O. 1980,  
c. 302

Resignation  
from  
Regional  
Council

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

Declaration  
of vacancy

s. 11 (5),  
repealed

s. 21 (a),  
re-enacted

**38.** Clause 21 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

s. 71a,  
enacted

**39.** The said Act is further amended by adding thereto the following section:

Establishment  
of bus  
lanes, etc.

71a.—(1) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Interpre-  
tation

(2) For the purposes of subsection (1),

(a) “any other municipality” includes a metropolitan and regional municipality;

(b) “public transit motor vehicle” means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 99 (1),  
repealed;  
s. 99 (2),  
re-enacted

**40.** Subsections 99 (1) and (2) of the said Act are repealed and the following substituted therefor:

Respon-  
sibility of  
Regional  
Corporation  
re hospital  
aid

(2) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1973, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

s. 117 (2),  
re-enacted

**41.** Subsection 117 (2) of the said Act is repealed and the following substituted therefor:

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

**42.**—(1) Clause 132 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

(2) Section 132 of the said Act is amended by adding thereto the following subsection:

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

**43.** The said Act is further amended by adding thereto the following section:

133a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

Application of  
R.S.O. 1980,  
c. 302, s. 143a

**44.** Subsection 151 (1) of the said Act is repealed and the following substituted therefor:

(1) Sections 5, 105, 106, 110, 113, 114, 115, 116, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 11, 12, 23, 24, 30, 50 and 54 of section 208, subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

## PART V

### REGIONAL MUNICIPALITY OF SUDBURY

**45.** The *Regional Municipality of Sudbury Act*, being chapter 441 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

2a.—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a

Alteration of  
status of area  
municipality

township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

s. 11,  
amended

Application of  
R.S.O. 1980,  
c. 302

Resignation  
from Regional  
Council

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

Declaration  
of vacancy

Idem

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

**46.**—(1) Section 11 of the said Act is amended by adding thereto the following subsections:

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

(3c) If not already vacant by virtue of any general or special Act,

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall

forthwith declare the seat of that member on the council to be vacant.

(2) Subsection 11 (5) of the said Act is repealed.

s. 11 (5),  
repealed

**47.** Clause 21 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

**48.** Subsection 29 (1), (2) and (3) are repealed and the following substituted therefor:

s. 29 (1, 2),  
repealed;  
s. 29 (3),  
re-enacted

(3) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

Responsibility  
of Regional  
Corporation  
re hospital  
grants

**49.** The said Act is further amended by adding thereto the following section:

s. 55a,  
enacted

**55a.**—(1) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Establishment  
of bus  
lanes, etc.

(2) For the purposes of subsection (1),

Interpre-  
tion

(a) "any other municipality" includes a metropolitan and regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transpor-

tation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 70 (2),  
re-enacted

**50.** Subsection 70 (2) of the said Act is repealed and the following substituted therefor:

Allowance  
to be made  
in estimates

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

s. 84 (7) (a),  
amended

**51.—(1)** Clause 84 (7) (a) of the said Act is amended by striking out “ten” in the third line and inserting in lieu thereof “five”.

s. 84,  
amended

(2) Section 84 of the said Act is amended by adding thereto the following subsection:

Premium  
on foreign  
currency

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

s. 85a,  
enacted

**52.** The said Act is further amended by adding thereto the following section:

Application of  
R.S.O. 1980,  
c. 302, s. 143a

85a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

s. 103 (1),  
amended

**53.—(1)** Subsection 103 (1) of the said Act is amended by inserting after “106” in the first line “113”.

s. 103 (1),  
amended

(2) The said subsection 103 (1) is further amended by striking out “116, 121” in the first line and inserting in lieu thereof “114, 115, 116, 121 and 122”.

## PART VI

### REGIONAL MUNICIPALITY OF PEEL

s. 2a,  
enacted

**54.** The *Regional Municipality of Peel Act*, being chapter 440 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

2a.—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

**55.**—(1) Section 12 of the said Act is amended by adding thereto the following subsections:

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

(3c) If not already vacant by virtue of any general or special Act,

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Alteration of  
status of area  
municipality

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

Application of  
R.S.O. 1980,  
c. 302

Resignation  
from Regional  
Council

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

Declaration  
of vacancy

Idem

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 12 (5),  
repealed

(2) Subsection 12 (5) of the said Act is repealed.

s. 22 (a),  
re-enacted

**56.** Clause 22 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

s. 37 (2),  
re-enacted

**57.** Subsection 37 (2) of the said Act is repealed and the following substituted therefor:

Establishment  
of bus  
lanes, etc.

(2) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Interpre-  
tation

(3) For the purposes of subsection (2),

(a) "any other municipality" includes a metropolitan and regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 63 (1),  
repealed;  
s. 63 (2),  
re-enacted

**58.** Subsections 63 (1) and (2) of the said Act are repealed and the following substituted therefor:

Responsibility  
of Regional  
Corporation  
re hospital  
grants

(2) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including

municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

**59.** Subsection 84 (2) of the said Act is repealed and the following <sup>s. 84 (2),  
re-enacted</sup> substituted therefor:

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year. <sup>Allowance  
to be made  
in estimates</sup>

**60.—(1)** Clause 98 (7) (a) of the said Act is amended by striking out <sup>s. 98 (7) (a),  
amended</sup> “ten” in the third line and inserting in lieu thereof “five”.

(2) Section 98 of the said Act is amended by adding thereto the <sup>s. 98,  
amended</sup> following subsection:

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law. <sup>Premium  
on foreign  
currency</sup>

**61.** The said Act is further amended by adding thereto the following <sup>s. 99a,  
enacted</sup> section:

99a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation. <sup>Application of  
R.S.O. 1980,  
c. 302, s. 143a</sup>

**62.** Subsection 117 (1) of the said Act is repealed and the following <sup>s. 117 (1),  
re-enacted</sup> substituted therefor:

(1) Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation. <sup>Application of  
R.S.O. 1980,  
c. 302</sup>

## PART VII

### REGIONAL MUNICIPALITY OF HALTON

s. 2a,  
enacted

Alteration of  
status of area  
municipality

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

s. 12,  
amended

Application of  
R.S.O. 1980,  
c. 302

Resignation  
from Regional  
Council

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

**63.** The *Regional Municipality of Halton Act*, being chapter 436 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

**64.**—(1) Section 12 of the said Act is amended by adding thereto the following subsections:

**(3a)** Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

**(3b)** A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

**(3c)** If not already vacant by virtue of any general or special Act,

**(a)** the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

**(b)** the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

(2) Subsection 12 (5) of the said Act is repealed. s. 12 (5),  
repealed

**65.** Clause 22 (a) of the said Act is repealed and the following substituted therefor: s. 22 (a),  
re-enacted

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

**66.** Subsection 37 (2) of the said Act is repealed and the following substituted therefor: s. 37 (2),  
re-enacted

(2) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

(3) For the purposes of subsection (2), Interpretation

(a) "any other municipality" includes a metropolitan and regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

**67.** Subsections 68 (1) and (2) of the said Act are repealed and the following substituted therefor: s. 68 (1),  
repealed;  
s. 68 (2),  
re-enacted

Responsibility  
of Regional  
Corporation  
re hospital  
aid

(2) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

s. 89 (2),  
re-enacted

**68.** Subsection 89 (2) of the said Act is repealed and the following substituted therefor:

Allowance  
to be made  
in estimates

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

s. 103 (7) (a),  
amended

**69.—(1)** Clause 103 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

s. 103,  
amended

**(2)** Section 103 of the said Act is amended by adding thereto the following subsection:

Premium  
on foreign  
currency

**(21a)** Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

s. 104a,  
enacted

**70.** The said Act is further amended by adding thereto the following section:

Application of  
R.S.O. 1980,  
c. 302, s. 143a

**104a.** Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

s. 122 (1),  
re-enacted

**71.** Subsection 122 (1) of the said Act is repealed and the following substituted therefor:

Application of  
R.S.O. 1980,  
c. 302

**(1)** Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3), sections 190 and 205,

paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

## PART VIII

### REGIONAL MUNICIPALITY OF HAMILTON-WENTWORTH

- 72.** The *Regional Municipality of Hamilton-Wentworth Act*, being chapter 437 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

Alteration of  
status of area  
municipality

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

- 73.**—(1) Section 11 of the said Act is amended by adding thereto the following subsections:

**(3a)** Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

Application of  
R.S.O. 1980,  
c. 302

**(3b)** A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

Resignation  
from Regional  
Council

**(3c)** If not already vacant by virtue of any general or special Act,

**(a)** the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

Declaration  
of vacancy

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Idem

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 11 (5),  
repealed

(2) Subsection 11 (5) of the said Act is repealed.

s. 21 (a),  
re-enacted

**74.** Clause 21 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

s. 36 (2),  
re-enacted

**75.** Subsection 36 (2) of the said Act is repealed and the following substituted therefor:

Establishment  
of bus  
lanes, etc.

(2) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Interpre-  
tation

(3) For the purposes of subsection (2),

(a) "any other municipality" includes a metropolitan and regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commis-

sion, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

- 76.** Subsections 79 (1) and (3) of the said Act are repealed and the following substituted therefor:

s. 79 (1),  
repealed;  
s. 79 (3),  
re-enacted

(3) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

Responsibility  
of Regional  
Corporation  
re hospital  
aid

- 77.** Subsection 100 (2) of the said Act is repealed and the following substituted therefor:

s. 100 (2),  
re-enacted

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

Allowance  
to be made  
in estimates

- 78.—(1)** Clause 114 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

s. 114 (7) (a),  
amended

- (2) Section 114 of the said Act is amended by adding thereto the following subsection:

s. 114,  
amended

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

Premium  
on foreign  
currency

- 79.** The said Act is further amended by adding thereto the following section:

s. 115a,  
enacted

115a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

Application of  
R.S.O. 1980,  
c. 302, s. 143a

s. 133 (1),  
re-enacted

**80.** Subsection 133 (1) of the said Act is repealed and the following substituted therefor:

Application of  
R.S.O. 1980,  
c. 302

(1) Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

## PART IX

### REGIONAL MUNICIPALITY OF DURHAM

s. 2a,  
enacted

**81.** The *Regional Municipality of Durham Act*, being chapter 434 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

Alteration of  
status of area  
municipality

**2a.**—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

s. 17,  
amended

**82.**—(1) Section 12 of the said Act is amended by adding thereto the following subsections:

Application of  
R.S.O. 1980,  
c. 302

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

Resignation  
from Regional  
Council

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect.

(3c) If not already vacant by virtue of any general or special Act, Where vacancy in Regional Council or area municipality council

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council. Declaration of vacancy

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant. Idem

(2) Subsection 12 (5) of the said Act is repealed. s. 12 (5),  
repealed

**83.** Clause 22 (a) of the said Act is repealed and the following substituted therefor: s. 22 (a),  
re-enacted

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

**84.** Subsection 38 (2) of the said Act is repealed and the following substituted therefor: s. 38 (2),  
re-enacted

(2) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified. Establishment of bus lanes, etc.

(3) For the purposes of subsection (2), Interpretation

(a) "any other municipality" includes a metropolitan and regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

s. 82 (1),  
repealed;  
s. 82 (2),  
re-enacted

Responsibility  
of Regional  
Corporation  
re hospital  
aid

s. 96 (2),  
re-enacted

Allowance  
to be made  
in estimates

s. 110 (7) (a),  
amended

s. 110,  
amended

Premium  
on foreign  
currency

s. 111a,  
enacted

**85.** Subsections 82 (1) and (2) of the said Act are repealed and the following substituted therefor:

(2) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

**86.** Subsection 96 (2) of the said Act is repealed and the following substituted therefor:

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

**87.—(1)** Clause 110 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

(2) Section 110 of the said Act is amended by adding thereto the following subsection:

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

**88.** The said Act is further amended by adding thereto the following section:

111a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

Application of  
R.S.O. 1980,  
c. 302, s. 143a

**89.** Subsection 129 (1) of the said Act is repealed and the following substituted therefor:

(1) Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50 and 54 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

s. 129 (1),  
re-enacted

Application of  
R.S.O. 1980,  
c. 302

## PART X

### REGIONAL MUNICIPALITY OF HALDIMAND-NORFOLK

**90.** The *Regional Municipality of Halton-Norfolk Act*, being chapter 435 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

s. 2a.  
enacted

2a.—(1) Notwithstanding any Act, upon the recommendation of the Minister pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council.

Alteration of  
status of area  
municipality

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto.

Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

**91.**—(1) Section 12 of the said Act is amended by adding thereto the following subsections:

s. 12,  
amended

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply with necessary modifications to the Regional Council.

Application of  
R.S.O. 1980,  
c. 302

(3b) A member of the Regional Council with the consent of the majority of the members present at a meeting, entered upon the

Resignation  
from Regional  
Council

minutes of it, may resign his office and his seat in the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and the Council may refuse to accept his resignation in which case it is of no effect.

Where  
vacancy in  
Regional  
Council  
or area  
municipality  
council

(3c) If not already vacant by virtue of any general or special Act,

(a) the seat of a member of the Regional Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Regional Council is declared vacant by the Regional Council.

Declaration  
of vacancy

(3d) Where the Regional Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Regional Council or the area council, as the case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Idem

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Regional Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 12 (5),  
repealed

(2) Subsection 12 (5) of the said Act is repealed.

s. 22 (a),  
re-enacted

**92.** Clause 22 (a) of the said Act is repealed and the following substituted therefor:

(a) open an account or accounts in the name of the Regional Corporation at such place of deposit as may be approved by the Regional Council.

s. 37 (2),  
re-enacted

**93.** Subsection 37 (2) of the said Act is repealed and the following substituted therefor:

Establishment  
of bus  
lanes, etc.

(2) The Regional Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law, and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

(3) For the purposes of subsection (2),

Interpre-  
tation

- (a) "any other municipality" includes a metropolitan and regional municipality;
- (b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Regional Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

**94.** Subsections 57 (1) and (2) of the said Act are repealed and the following substituted therefor:

s. 57 (1),  
repealed;  
s. 57 (2),  
re-enacted

(2) The Regional Corporation shall pay to any area municipality, on or before the due date, all amounts of principal and interest becoming due upon any outstanding indebtedness of the area municipality in respect of aid granted by a local municipality prior to the 1st day of January, 1974, for the construction, erection, establishment, acquisition, maintenance, equipping and carrying on of the business of public hospitals including municipal hospitals and other health care facilities in the Regional Area, and, if the Regional Corporation fails to pay such amounts before the due date, the area municipality may charge the Regional Corporation interest at the rate of 15 per cent per annum thereon, or such lower rate as the council of the area municipality determines, from such date until payment is made.

Responsibility  
of Regional  
Corporation  
re hospital  
aid

**95.** Subsection 78 (2) of the said Act is repealed and the following substituted therefor:

s. 78 (2),  
re-enacted

(2) In preparing the estimates, the Regional Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year.

**96.—(1)** Clause 92 (7) (a) of the said Act is amended by striking out "ten" in the third line and inserting in lieu thereof "five".

s. 92 (7) (a),  
amended

**(2)** Section 92 of the said Act is amended by adding thereto the following subsection:

s. 92,  
amended

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d) the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto

Premium  
on foreign  
currency

shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law.

s. 93a,  
enacted

**97.** The said Act is further amended by adding thereto the following section:

Application of  
R.S.O. 1980,  
c. 302, s. 143a

93a. Section 143a of the *Municipal Act* applies with necessary modifications to the Regional Corporation.

s. 111 (1),  
re-enacted

**98.** Subsection 111 (1) of the said Act is repealed and the following substituted therefor:

Application of  
R.S.O. 1980,  
c. 302

(1) Sections 5, 84, 85, 90, 92, 93, 94 and 96, subsections 98 (1), (4) and (5), sections 99, 100, 105, 106, 109, 113, 114, 115, 116, 117, 121 and 122, subsection 165 (3), sections 190 and 205, paragraphs 3, 10, 11, 12, 23, 24, 30, 45, 46, 47, 48, 49, 50, 54 and 57 of section 208, subparagraph iii of paragraph 62 and subparagraph ii of paragraph 125 of section 210, paragraph 10 of section 315, section 326 and Parts XIII, XIV, XV and XIX of the *Municipal Act* apply with necessary modifications to the Regional Corporation.

Commencement

**99.**—(1) This Act, except sections 8, 12 and 14, subsection 13 (1) and sections 19, 24, 33, 43 and 52, subsection 53 (1) and sections 57, 61, 66, 70, 75, 79, 84, 88, 93 and 97, comes into force on the day it receives Royal Assent.

Idem

(2) Section 14 shall be deemed to have come into force on the 10th day of June, 1981.

Idem

(3) Subsections 13 (1) and 53 (1) shall be deemed to have come into force on the 1st day of August, 1981.

Idem

(4) Sections 8, 12, 19, 24, 33, 43, 52, 57, 61, 66, 70, 75, 79, 84, 88, 93 and 97 come into force on a day to be named by proclamation of the Lieutenant Governor.

Short title

**100.** The short title of this Act is the *Regional Municipalities Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR JULY 7 1982



CLERK  
LEGISLATIVE ASSEMBLY



An Act to amend certain Acts  
respecting Regional Municipalities

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 29th, 1982

*3rd Reading*

June 30th, 1982

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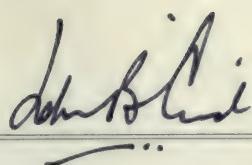
THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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**BILL 21**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to revise the Toronto Stock Exchange Act**

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THE HON. R. G. ELGIE  
Minister of Consumer and Commercial Relations

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



**BILL 21****1982**

**An Act to revise the  
Toronto Stock Exchange Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

(a) “associate”, “director”, “issuer”, “securities” and “senior officer” have the same meaning as in the *Securities Act*;

R.S.O. 1980,  
c. 466

(b) “board of directors” means the board of directors of The Toronto Stock Exchange;

(c) “Corporation” means The Toronto Stock Exchange;

(d) “exchange” means the exchange operated by the Corporation;

(e) “insider” means,

(i) every director or senior officer of an issuer,

(ii) every director or senior officer of a company that is itself an insider or subsidiary of an issuer,

(iii) any person or company who beneficially owns, directly or indirectly, voting securities of an issuer or who exercises control or direction over voting securities of an issuer or a combination of both carrying more than 10 per cent of the voting rights attached to all voting securities of the issuer for the time being outstanding other than voting securities held by the person or company as underwriter in the course of a distribution, and

- (iv) an issuer where it has purchased, redeemed or otherwise acquired any of its securities, for so long as it holds any of its securities;
- (f) "public director" means a member of the board of directors elected under subsection 7 (2). R.S.O. 1980, c. 506, s. 1, *amended*.
- Corporation continued**
- 2.** The Toronto Stock Exchange is continued as a corporation without share capital under the name of "The Toronto Stock Exchange". R.S.O. 1980, c. 506, s. 2, *amended*.
- Head office**
- 3.** The head office of the Corporation shall be situate in The Municipality of Metropolitan Toronto. R.S.O. 1980, c. 506, s. 3.
- Object**
- 4.**—(1) The object of the Corporation is to operate an exchange in Ontario for trading in securities by the members of the Corporation and other persons authorized under subsection (2). R.S.O. 1980, c. 506, s. 4 (1), *amended*.
- Trading by non-members**
- (2) The board of directors may authorize persons other than members to trade on the exchange, subject to such terms and conditions as are imposed by the board of directors. R.S.O. 1980, c. 506, s. 4 (2), *amended*.
- Compliance with R.S.O. 1980, c. 466**
- (3) The Corporation shall operate the exchange in a manner that does not contravene the requirements of the *Securities Act*, the regulations made thereunder, and any decision of the Ontario Securities Commission made under that Act and regulations, and the Corporation may impose any additional or higher requirement within its jurisdiction. R.S.O. 1980, c. 506, s. 4 (3), *amended*.
- Non-profit**
- 5.** The Corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the Corporation shall be used in promoting its object. R.S.O. 1980, c. 506, s. 5
- Board of directors**
- 6.**—(1) The affairs of the Corporation shall be managed by a board of directors, who may be referred to as governors, consisting of,
- (a) the President of the Corporation;
  - (b) two public directors or, where the by-laws so provide, up to four public directors; and
  - (c) such other number of directors as the by-laws provide elected by the members in accordance with this Act and the by-laws. R.S.O. 1980, c. 506, s. 6 (1), *amended*.

(2) Notwithstanding any vacancy in the board of directors, Vacancies the remaining directors may exercise all the powers of the board so long as a quorum of the board remains in office. R.S.O. 1980, c. 506, s. 6 (2).

**7.**—(1) The directors, except the President and the public directors, shall be elected by the members annually in such manner as the by-laws provide. R.S.O. 1980, c. 506, s. 7 (3), *amended.*

(2) The public directors shall be elected annually by the board of directors at the first meeting of the board following the annual meeting of the Corporation to hold office until the next annual meeting of the Corporation, and any vacancy occurring in the office of the public directors may be filled by the election of another person for the remainder of the term by the directors then in office. R.S.O. 1980, c. 506, s. 7 (2), *part, amended.*

(3) A person is not eligible to be a public director if the person is, *except as otherwise provided in subsection (2)*

(a) a member of the Corporation;

(b) an associate or insider of a member of the Corporation;

(c) a futures member of The Toronto Futures Exchange; or

(d) an associate or insider of a futures member of The Toronto Futures Exchange. R.S.O. 1980, c. 506, s. 7 (2), *part, amended.*

(4) No person shall be elected as a public director unless the <sup>Idem</sup> person's nomination for election is approved by the Lieutenant Governor in Council on the recommendation of a nominating committee constituted in accordance with the by-laws and chaired by the President of the Corporation. R.S.O. 1980, c. 506, s. 7 (2), *part, amended.*

(5) The directors of the Corporation in office immediately before this Act comes into force shall be deemed to be the directors elected under subsections (1) and (2) and shall remain in office until the first annual meeting of the Corporation held after this Act comes into force. *New.*

**8.**—(1) The chairman and every vice-chairman of the board of directors shall be elected by the board of directors. *New.*

(2) The President of the Corporation shall be appointed by the board of directors. R.S.O. 1980, c. 506, s. 7 (1), *part.*

(3) A person is not eligible to be the President if the person is,

- (a) a member of the Corporation;
- (b) an associate or insider of a member of the Corporation;
- (c) a futures member of The Toronto Futures Exchange; or
- (d) an associate or insider of a member of The Toronto Futures Exchange. *New.*

**Removal of President** (4) The President may be removed from office by the board of directors upon a vote of two-thirds of the directors then in office. R.S.O. 1980, c. 506, s. 7 (1), *part, amended.*

**Officers** (5) Every officer of the Corporation, except the chairman and any vice-chairman of the board of directors, the President, the secretary and the treasurer, shall be appointed by the President with the approval of the board of directors. R.S.O. 1980, c. 506, s. 8 (1), *amended.*

**Idem** (6) No officer of the Corporation, except the chairman and any vice-chairman of the board of directors, the President, the secretary and the treasurer, shall be a director or member of the Corporation. R.S.O. 1980, c. 506, s. 8 (2), *amended.*

**Duty of President** **9.** The President shall be the chief executive officer of the Corporation. R.S.O. 1980, c. 506, s. 9, *amended.*

**Power of board** **10.**—(1) For the purposes of the object of the Corporation, the board of directors has the power to govern and regulate,

- (a) the exchange;
- (b) the partnership and corporate arrangements of the members and other persons authorized to trade on the exchange, including requirements as to financial condition; and
- (c) the business conduct of members and other persons authorized to trade on the exchange and of their employees and agents and other persons associated with them in the conduct of business,

**R.S.O. 1980, c. 95** and, in the exercise of such powers and in addition to their power to pass by-laws under Part III of the *Corporations Act*, the board of directors may pass such by-laws and make such rules and regulations and issue such orders and directions pursuant to such by-laws as it considers necessary for the purpose, including the imposition of penalties and forfeitures for the breach of any such by-law, rule, regulation, direction or order. R.S.O. 1980, c. 506, s. 10.

(2) If the board of directors passes a by-law that provides for the making of an order restricting or suspending the privileges of any person or company of a class referred to in the by-law before a hearing of the matter is held, the by-law shall provide that any such restriction or suspension shall be imposed only where the board of directors considers it necessary for the protection of the public interest and that the restriction or suspension shall expire fifteen days after the date on which the order was made unless a hearing is held within that period of time to confirm or set aside the order.

(3) The board of directors may pass by-laws delegating to one or more persons or committees the power of the board of directors,

- (a) to consider, hold hearings and make determinations regarding applications for any acceptance, approval, registration or authorization and to impose terms and conditions on any such acceptance, approval, registration or authorization;
- (b) to investigate and examine the business conduct of members and other persons authorized to trade on the exchange and of their employees and agents and other persons associated with them in the conduct of business; and
- (c) to hold hearings, make determinations and impose discipline on members and persons referred to in clause (b) in matters related to business conduct,

subject to such limitations, restrictions, conditions and requirements as the board of directors may set out in the by-laws.  
*New.*

**11.** A meeting of the board of directors or of any committee established by the board of directors may be held by means of telephone, electronic or other communication facilities if,

- (a) the telephone, electronic or other communication facilities permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously; and
- (b) all of the directors or committee members, as the case may be, participating in the meeting consent,

and a person participating in such a meeting by such means shall be deemed to be present at the meeting. *New.*

**12.** The Corporation may acquire by purchase, lease or otherwise, and may hold, for any period of time, any land or

Immediate  
restriction  
or  
suspension

Delegation  
of powers

Meetings  
by  
telephone,  
etc.

Power to  
hold land

interest therein whether or not such land or interest is necessary for its actual use or occupation or for carrying on its undertaking and may sell, charge, lease or otherwise deal with or dispose of such land or any interest therein. *New.*

Application of  
R.S.O. 1980,  
c. 95

**13.** The *Corporations Act*, except sections 131, 275, 276 and 312, applies to the Corporation, except,

- (a) to the extent that the provisions thereof are inconsistent with this Act;
- (b) that a public director may not be removed from office under section 67 of that Act; and
- (c) that the by-laws of the Corporation may,
  - (i) fix the class or classes of persons who may be appointed by a proxy to attend and act at meetings as nominees of members but one such class shall be members,
  - (ii) provide for and regulate the admission of members, including the requiring of approval by the directors or members, or both, at meetings or individually, and the manner in which such approval is to be given, and
  - (iii) fix the quorum for meetings of the board at four or any larger number of directors as specified in the by-laws. R.S.O. 1980, c. 506, s. 11, amended.

Powers of  
Ontario  
Securities  
Commission  
R.S.O. 1980,  
c. 466

**14.** Nothing in this Act shall be construed to derogate from the powers of the Ontario Securities Commission under the *Securities Act* or any other Act. R.S.O. 1980, c. 506, s. 12.

R.S.O. 1980,  
c. 506,  
repealed

**15.** The *Toronto Stock Exchange Act*, being chapter 506 of the Revised Statutes of Ontario, 1980, is repealed.

Commencement

**16.** This Act comes into force on the day it receives Royal Assent.

Short title

**17.** The short title of this Act is the *Toronto Stock Exchange Act, 1982.*

ASSENTED TO BY LIEUTENANT-GOVERNOR

JULY 7, 1982

*Roderick Ladd*

CLERK  
LEGISLATIVE ASSEMBLY



1. *Constitutive* *genes* *involved* *in* *the* *regulation* *of* *cell* *cycle* *and* *metabolism* *in* *Escherichia* *coli*  
2. *Regulatory* *genes* *involved* *in* *the* *regulation* *of* *cell* *cycle* *and* *metabolism* *in* *Escherichia* *coli*



An Act to revise the  
Toronto Stock Exchange Act

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*1st Reading*

March 11th, 1982

*2nd Reading*

June 28th, 1982

*3rd Reading*

June 29th, 1982

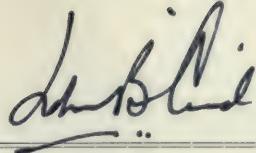
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THE HON. R. G. ELGIE  
Minister of Consumer and  
Commercial Relations

**BILL 26**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Highway Traffic Act**

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THE HON. J. W. SNOW  
Minister of Transportation and Communications

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



**BILL 26** An Act to amend the Highway Traffic Act **1982**

**An Act to amend the Highway Traffic Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.**—(1) Section 41 of the *Highway Traffic Act*, being chapter 198 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following subsection:

(1a) Subsection (1) does not apply to a person who is registered as a motor vehicle dealer in accordance with the *Motor Vehicle Dealers Act*. Exemption R.S.O. 1980, c. 299

(2) Subsection 41 (3) of the said Act is repealed and the following substituted therefor:

(3) Every person who deals in motor vehicles or trailers or operates a used car lot or engages in the wrecking or dismantling of vehicles in contravention of subsection (1) is guilty of an offence and on conviction is liable to a fine of not more than \$500. Penalty

**2.**—(1) Subsection 52 (3) of the said Act, exclusive of the clauses, is repealed and the following substituted therefor:

(3) No person shall operate or permit to be operated upon a highway a vehicle that is,

(2) Subsection 52 (5) of the said Act is repealed and the following substituted therefor:

(5) Where a constable or an officer appointed for the purpose of carrying out the provisions of this Act reasonably believes that a vehicle being operated on a highway is equipped with tires that do not conform to standards and specifications prescribed by the regulations, he may give the driver or owner of the vehicle involved in the contravention a written notice in the prescribed Notice to conform

form requiring the driver or owner, as the case may be, within ninety-six hours after receiving the notice, to produce to a constable or officer at a location specified in the notice, evidence that the tires on the vehicle do not contravene the Act or the regulations, that the vehicle has been equipped with tires that conform to the prescribed standards and specifications or that an "unfit motor vehicle permit" has been issued for the vehicle.

s. 90 (2),  
re-enacted

**3.—(1)** Subsection 90 (2) of the said Act is repealed and the following substituted therefor:

Seat belt  
assembly

R.S.C. 1970,  
c. 26<sup>r</sup>  
(1st Supp.)

(2) No person shall drive on a highway a motor vehicle in which a seat belt assembly required under the provisions of the *Motor Vehicle Safety Act* (Canada) at the time that the vehicle was manufactured or imported into Canada has been removed, rendered partly or wholly inoperative, modified so as to reduce its effectiveness or is not operating properly through lack of maintenance.

s. 90 (6),  
amended

(2) Subsection 90 (6) of the said Act is amended by striking out "has attained the age of two years and" in the second and third lines.

s. 90 (7) (c),  
re-enacted

(3) Clause 90 (7) (c) of the said Act is repealed and the following substituted therefor:

(c) is secured in the manner prescribed by the regulations.

s. 90 (8) (b),  
re-enacted

(4) Clause 90 (8) (b) of the said Act is repealed and the following substituted therefor:

(b) governing the use of different child seating and restraint systems based on the birth date, age, height or weight of a child or the relationship of a child to the driver or owner of the motor vehicle and prescribing, or adopting by reference manufacturer's recommendations concerning, the manner in which a child is to be secured therein;

(c) prescribing classes of motor vehicles, drivers and passengers;

(d) adopting by reference, in part or in whole, any code, standards or specifications concerning child restraint systems;

(e) exempting from any of the provisions of this section or the regulations made under this section,

(i) any class of motor vehicle,

- (ii) any class of driver or passenger, or
- (iii) drivers carrying any prescribed class of passenger,

and prescribing conditions for any such exemption.

**4.—(1)** Subsection 92 (6) of the said Act is amended by striking out <sup>s. 92 (6),  
amended</sup> “eleven” in the third line and inserting in lieu thereof “12.5”.

**(2)** Section 92 of the said Act is amended by adding thereto the <sup>s. 92,  
amended</sup> following subsection:

**(9a)** Where a vehicle is equipped with one or more mirrors that extend in whole or in part beyond the front of the vehicle, the amount of the extension shall not be included in determining the length of the vehicle under subsection (6), (8) or (9). <sup>Mirror not  
included  
in length</sup>

**5.—(1)** Subsection 151 (1) of the said Act is repealed and the following substituted therefor: <sup>s. 151 (1),  
re-enacted</sup>

**(1)** In this section,

Interpre-  
tation

**(a)** “church” means a place used by a religious organization as defined in the *Religious Organizations’ Lands Act* for the religious instruction of children; <sup>R.S.O. 1980,  
c. 448</sup>

**(b)** “school bus” means a chrome yellow bus that is used for the transportation of,

(i) children to or from school or church, or

(ii) mentally retarded adults to or from a training centre,

that bears on the front and rear thereof the words “school bus” and on the rear thereof the words “do not pass when signals flashing”.

**(2)** Subsection 151 (5) of the said Act is repealed and the following substituted therefor: <sup>s. 151 (5),  
re-enacted</sup>

**(5)** Every driver of a vehicle when meeting on a highway, other than a highway with a median strip, a stopped school bus that has its red signal-lights flashing, shall stop his vehicle before reaching the school bus and shall not proceed until the school bus resumes motion or the signal-lights have stopped flashing. <sup>Duty of  
driver when  
school bus  
stopped on  
highway</sup>

Idem

**(5a)** Every driver of a vehicle, when overtaking on a highway a stopped school bus that has its red signal-lights flashing, shall stop his vehicle at least 20 metres before reaching the school bus and shall not proceed until the school bus resumes motion or the signal-lights have stopped flashing.

s. 151 (6),  
re-enacted

(3) Subsection 151 (6) of the said Act is repealed and the following substituted therefor:

Duty of  
driver of  
school bus as  
to  
signal-lights

**(6)** Subject to subsection (7), the driver of a school bus on a highway,

**(a)** when he is about to stop the bus for the purpose of receiving or discharging children or mentally retarded adults, shall actuate the red signal-lights on the bus;

**(b)** as soon as the bus is stopped, shall actuate the school bus stop arm; and

**(c)** while the bus is stopped, shall continue the signal-lights and stop arm in operation.

Exemption  
to subs. (6)

**(6a)** Subsection (6) does not apply where the bus is stopping at a stopping place where a signal-light traffic control system is in operation.

Passenger  
crossing

**(6b)** No driver of a school bus stopped for the purpose set out in clause (6) (a) on a highway that does not have a median strip shall move the bus until all passengers leaving the bus who must cross the highway have completed the crossing.

s. 151 (9),  
amended

(4) Subsection 151 (9) of the said Act is amended by inserting after "signal-lights" in the second line "or the stop arm".

s. 151 (10),  
amended

(5) Subsection 151 (10) of the said Act is amended by striking out "school" where it appears the second time in the second line.

s. 151 (11),  
re-enacted

(6) Subsection 151 (11) of the said Act is repealed and the following substituted therefor:

When words  
to be  
covered

**(11)** The words on a school bus "do not pass when signals flashing" and "school bus" shall be covered or concealed when the bus is being operated on a highway during a trip that does not at any time during that trip involve the transportation of children to or from a school or church or mentally retarded adults to or from a training centre.

(7) Clause 151 (12) (a) of the said Act is repealed and the following substituted therefor: s. 151 (12) (a),  
re-enacted

(a) respecting the operation of vehicles or any class or type thereof used for transporting children to or from school and operated by or under contract with a school board or other authority in charge of a school or for transporting children to or from church or mentally retarded adults to or from a training centre.

(8) Clause 151 (12) (g) of the said Act is amended by striking out "to and from" in the third line and inserting in lieu thereof "to or from". s. 151 (12) (g),  
amended

(9) The said section 151 is amended by adding thereto the following subsections: s. 151,  
amended

(13) Every person who contravenes subsection (5) or (5a) is guilty of an offence and on conviction is liable, Penalty

(a) for a first offence, to a fine of not less than \$100 and not more than \$500; and

(b) for each subsequent offence, to a fine of not less than \$250 and not more than \$1,000 or to imprisonment for a term of not more than six months, or to both.

(14) An offence referred to in subsection (13) committed five years or longer after the date of a previous conviction for either of the offences referred to in subsection (13) is not a subsequent offence for the purpose of clause (13) (b). Time limit  
for subsequent  
offence

**6.**—(1) This Act, except sections 1, 2, 3 and 5, comes into force on the day it receives Royal Assent. Commencement

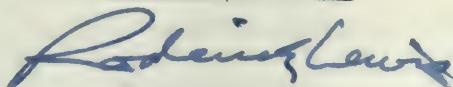
(2) Subsections 5 (1), (2), (5), (6), (7), (8) and (9) come into force Idem on the 1st day of September, 1982.

(3) Section 1 comes into force on the 31st day of December, 1982. Idem

(4) Sections 2 and 3 and subsections 5 (3) and (4) come into force Idem on a day to be named by proclamation of the Lieutenant Governor.

**7.** The short title of this Act is the *Highway Traffic Amendment Act*, Short title 1982.

ASSENTED TO BY LIEUTENANT-GOVERNOR JUL 4 7 1982



CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the  
Highway Traffic Act

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*1st Reading*

March 18th, 1982

*2nd Reading*

June 14th, 1982

*3rd Reading*

June 29th, 1982

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THE HON. J. W. SNOW  
Minister of Transportation and  
Communications

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BILL 27

*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Motorized Snow Vehicles Act**

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THE HON. J. W. SNOW  
Minister of Transportation and Communications

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO

17

19310

Monogram from a card  
in the library

Monogram from a card in the library

BILL 27

1982

## An Act to amend the Motorized Snow Vehicles Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.—(1) Clause 1 (*h*) of the *Motorized Snow Vehicles Act*, being chapter 301 of the Revised Statutes of Ontario, 1980, is repealed.  
s. 1 (*h*),  
repealed
- (2) Section 1 of the said Act, as amended by the Statutes of Ontario, 1981, chapter 42, section 1, is further amended by adding thereto the following clause:  
 (ka) “trail” means the whole of any trail established and maintained by a recreational organization for the use of motorized snow vehicles.
2. Subsection 8 (3) of the said Act is amended by striking out “public”  
s. 8 (3),  
amended
3. Section 9 of the said Act is amended by adding thereto the following subsections:  
 (3) The Minister may authorize, in writing, any person to issue motorized snow vehicle operator’s licences.  
Minister may delegate authority to issue licence  
 (4) Where, under subsection (3), the Minister has authorized a person to issue licences, he may, in writing, authorize that person to retain a specified fee from the amount collected for each licence.  
Fee
- 4.—(1) Subsection 11 (1) of the said Act is amended by striking out “upon a highway or public trail” in the second line and in the fifth and sixth lines.  
s. 11 (1),  
amended
- (2) Subsection 11 (2) of the said Act is amended by striking out “on a highway or public trail” in the second and third lines.  
s. 11 (2),  
amended
- (3) Section 11 of the said Act is amended by adding thereto the following subsection:  
s. 11 (5),  
enacted

- Exemption (5) This section does not apply to a person driving a motorized snow vehicle on land occupied by the owner of the vehicle.
- s. 13 (1) (b) (ii), amended 5.—(1) Subclause 13 (1) (b) (ii) of the said Act is amended by striking out “public”.
- s. 13 (2) (b), amended (2) Clause 13 (2) (b) of the said Act is amended by striking out “public” where it first occurs in the second line.
- s. 13 (3), re-enacted (3) Subsection 13 (3) of the said Act is repealed and the following substituted therefor:
- Minister may prescribe different rate of speed (3) The Minister may by regulation prescribe a higher or lower rate of speed upon any trail or any part thereof, public park or exhibition ground not under the jurisdiction of a municipality, than is prescribed in subsection (1).
- s. 18, amended 6.—(1) Section 18 of the said Act is amended by striking out “on a serviced roadway or public trail” in the fourth line.
- s. 18 (2), enacted (2) The said section 18 is amended by adding thereto the following subsection:
- Exemption (2) This section does not apply to a person driving a motorized snow vehicle on land occupied by the owner of the vehicle.
- s. 25 (1) (g), amended 7. Clause 25 (1) (g) of the said Act is amended by striking out “public” in the second line.
- Commencement 8. This Act comes into force on a day to be named by proclamation of the Lieutenant Governor.
- Short title 9. The short title of this Act is the *Motorized Snow Vehicles Amendment Act, 1982.*

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 15 1982

*Roderick Lewis*  
CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the  
Motorized Snow Vehicles Act

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*1st Reading*

March 18th, 1982

*2nd Reading*

June 14th, 1982

*3rd Reading*

June 15th, 1982

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THE HON. J. W. SNOW  
Minister of Transportation and  
Communications

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**BILL 28**

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*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Ontario Unconditional Grants Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO

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BILL 28

1982

**An Act to amend the  
Ontario Unconditional Grants Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.**—(1) Paragraphs 1 and 2 of section 2 of the *Ontario Unconditional Grants Act*, being chapter 359 of the Revised Statutes of Ontario, 1980, are repealed and the following substituted therefor:
1. \$11 per capita.
- (2) Paragraph 4 of the said section 2, as re-enacted by the Statutes of Ontario, 1981, chapter 9, section 2, is repealed.
- 2.** The said Act is amended by adding thereto the following sections:
- 2a. In each year there shall be paid to each area municipality an amount per capita in accordance with Schedule 1 based on the density of the area municipality.
  - 2b. Subject to paragraph 3 of section 2, in each year, payments of \$12 per capita shall be made to each area municipality providing its own law enforcement by,
    - (a) maintaining its own police force;
    - (b) having an agreement for the policing of the municipality by the police force of another municipality in accordance with section 63 of the *Police Act*; or
    - (c) being under contract for the policing of the municipality by the Ontario Provincial Police Force in accordance with the *Police Act*.

R.S.O. 1980,  
c. 381

s. 3,  
re-enacted;  
s. 3a,  
enacted

- 3.** Section 3 of the said Act, as amended by the Statutes of Ontario, 1981, chapter 9, section 3, is repealed and the following substituted therefor:

Payments  
credited to  
general  
funds

3. Any payments received under section 2 by a regional municipality shall be credited by the regional municipality to its general funds.

Credit to  
area  
municipalities

- 3a. Notwithstanding section 3, in each year, The Municipality of Metropolitan Toronto, The Regional Municipality of Peel and The District Municipality of Muskoka may credit each area municipality with an amount calculated by multiplying the population of the area municipality by the sum of,

R.S.O. 1980,  
c. 381,

- 4.** Subsection 4 (2) and subsection 4 (3), as re-enacted by the Statutes of Ontario, 1981, chapter 9, section 4, of the said Act are repealed and the following substituted therefor:

Per capita  
payments to  
municipalities

- (2) In each year, payments of \$11 per capita shall be made to each municipality.

Idem

- (3) In each year, payments of \$12 per capita shall be made to each municipality providing its own law enforcement by,

Sched. 2,  
repealed

- 5.** Schedule 2 to the said Act is repealed.

Commencement

- 6.** This Act shall be deemed to have come into force on the 1st day of January, 1982.

Short title

- 7.** The short title of this Act is the *Ontario Unconditional Grants Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

JUNE 25 1982

CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the  
Ontario Unconditional Grants Act

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*1st Reading*

March 18th, 1982

*2nd Reading*

June 1st, 1982

*3rd Reading*

June 24th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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BILL 29

*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend the  
Municipality of Metropolitan Toronto Act

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 29

1982

**An Act to amend the  
Municipality of Metropolitan Toronto Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 5 (9) of the *Municipality of Metropolitan Toronto Act*, <sup>s. 5 (9),  
repealed</sup> being chapter 314 of the Revised Statutes of Ontario, 1980, is repealed.

- 2.—(1) Section 10 of the said Act is amended by adding thereto the <sup>s. 10,  
amended</sup> following subsections:

(3a) Sections 38, 39, 43, 44 and 97 of the *Municipal Act* apply <sup>Application of  
R.S.O. 1980,  
c. 302</sup> with necessary modifications to the Metropolitan Council.

(3b) A member of the Metropolitan Council, with the consent of the majority of the members present at a meeting entered upon the minutes of it, may resign his office and his seat on the Council which shall then be vacant, but he shall not vote on a motion as to his own resignation and if the Council does not accept his resignation it is of no effect. <sup>Resignation  
from  
Metropolitan  
Council</sup>

(3c) If not already vacant by virtue of any general or special Act, <sup>Where  
vacancy on  
Metropolitan  
Council  
or area  
municipality  
council</sup>

(a) the seat of a member of the Metropolitan Council becomes vacant if the seat of that member on the council of an area municipality is declared vacant by the council of that area municipality; and

(b) the seat of a member of the council of an area municipality becomes vacant if the seat of that member on the Metropolitan Council is declared vacant by the Metropolitan Council.

(3d) Where the Metropolitan Council or the council of an area municipality declares the seat of a member to be vacant, other than under subsection (3e), and subsection (3c) applies, the Metropolitan Council or the council of the area municipality, as the <sup>Declaration  
of vacancy</sup>

case may be, shall forthwith cause a copy of its declaration to be sent to the other council.

Idem

(3e) Upon receiving a copy of a declaration of a vacancy in respect of a member under subsection (3d), the Metropolitan Council or the council of the area municipality, as the case may be, shall forthwith declare the seat of that member on the council to be vacant.

s. 10 (6),  
repealed

(2) Subsection 10 (6) of the said Act is repealed.

s. 11 (7),  
re-enacted

**3.** Subsection 11 (7) of the said Act is repealed and the following substituted therefor:

Vacancy

(7) The seat of a member on the Executive Committee becomes vacant if his seat on the Metropolitan Council is declared vacant or if he ceases to be qualified to be a member of the Executive Committee under subsection (1).

Filling  
of vacancy

(7a) Where the seat of a member on the Executive Committee becomes vacant and the member was a borough or city controller immediately prior to the occurring of the vacancy, the vacancy shall be filled by the controller from the same borough or city who received the next greatest number of votes.

s. 21 (5),  
re-enacted

**4.** Subsection 21 (5) of the said Act is repealed and the following substituted therefor:

Deposit  
accounts

(5) The treasurer shall open an account or accounts in the name of the Metropolitan Corporation at such place of deposit as may be approved by the Metropolitan Council and shall deposit therein all money received by him on account of the Metropolitan Corporation, and he shall keep the money of the Metropolitan Corporation entirely separate from his own money.

s. 80,  
re-enacted

**5.** Section 80 of the said Act is repealed and the following substituted therefor:

Reserved lane  
for public  
transit motor  
vehicles, etc.

80.—(1) The Metropolitan Council may by by-law designate any lane on any road over which the Council has jurisdiction as a lane solely or principally for use by public transit motor vehicles, or any class or classes thereof as may be defined in the by-law, and by taxicabs and by private motor vehicles carrying such number of passengers as may be specified in the by-law and prohibit and regulate the use thereof by all other vehicles to such extent and for such period or periods as may be specified.

Interpretation

(2) For the purposes of subsection (1),

(a) “any other municipality” includes a regional municipality;

(b) "public transit motor vehicle" means any motor vehicle operated by, for or on behalf of the Metropolitan Corporation or any other municipality, or by a transit commission, in connection with a regular passenger transportation service, and includes such other motor vehicles operated in connection with a regular passenger transportation service as may be specified in the by-law.

**6.**—(1) Subsection 92 (1) of the said Act is repealed and the following substituted therefor: s. 92 (1),  
re-enacted

(1) The Metropolitan Corporation may by by-law designate any metropolitan road, or any portion thereof, as a metropolitan controlled-access road. Controlled-access roads

(2) Subsections 92 (7) and (8) of the said Act are repealed and the following substituted therefor: s. 92 (7, 8),  
re-enacted

(7) Any person, including an area municipality, that has filed particulars of an objection or the Metropolitan Corporation may, with the leave of the Divisional Court, appeal to that court from any order made under subsection (5). Appeal to  
Divisional  
Court

(8) Application for leave to appeal shall be made within thirty days after the date of the determination or order of the Municipal Board, subject to the rules of the court as to vacations. Time for  
appeal

**7.** Section 151 of the said Act is repealed and the following substituted therefor: s. 151,  
re-enacted

151.—(1) Notwithstanding section 148, upon the recommendation of the Minister of Municipal Affairs and Housing pursuant to an application by the council of an area municipality, the Lieutenant Governor in Council may, by order, alter the status of the area municipality to that of a township, village, town or city municipality, and may direct the new name that the area municipality will bear when its status is altered and the date when the alteration of status will take effect and may provide for any matters that are considered necessary or desirable for implementing the alteration of status or for carrying on the area municipality subsequent thereto, including the composition of its council. Alteration  
in status of  
area  
municipality

(2) Where an order is made under subsection (1), sections 17, 19 and 22 of the *Municipal Act* apply, with necessary modifications, and the provisions of any special Act that applied to the area municipality prior to the alteration of its status continue to apply to it subsequent thereto. Application of  
R.S.O. 1980,  
c. 302,  
ss. 17, 19, 22

s. 157,  
repealed

**8.** Section 157 of the said Act is repealed.

s. 175,  
amended

**9.** Section 175 of the said Act is amended by adding thereto the following subsections:

Additional  
policing  
services  
R.S.O. 1980,  
c. 381

(3) The Metropolitan Police Force, in addition to performing the policing duties prescribed in the *Police Act*,

(a) may maintain a safety and lifesaving patrol of the waters of Lake Ontario within the limits of the Metropolitan Area;

(b) may provide lifeguard service on the beaches in the Metropolitan Area; and

(c) may provide The Toronto Harbour Commissioners with such security and port policing for the Port of Toronto as the Commissioners may require from time to time.

Fees

(4) The Metropolitan Board may charge such fees for the services provided under clauses (3) (b) and (c) as the Board from time to time determines.

Agreement

(5) The Metropolitan Corporation and the Metropolitan Board may enter into agreements with The Toronto Harbour Commissioners in respect of the transfer of members of the Toronto Harbour Police or the Port of Toronto Police, or both, to the Metropolitan Police Force and any such agreement shall provide,

(a) that every person who was a member of the Toronto Harbour Police or the Port of Toronto Police, as the case may be, on the 1st day of June, 1981, and who continues to be a member until the 30th day of September, 1982, shall be offered employment at no loss in salary as a member of the Metropolitan Police Force as of the 1st day of October, 1982; and

(b) that all property, both real and personal, used on the 1st day of June, 1981, in connection with the operation of the Toronto Harbour Police or the Port of Toronto Police, as the case may be, shall be transferred without compensation to the Metropolitan Corporation for the use of the Metropolitan Board.

Contribution  
to O.M.E.R.S.  
by City of  
Toronto

(6) The Corporation of the City of Toronto may contribute to the Ontario Municipal Employees Retirement System such sums as may be required to provide to members of the Toronto Harbour Police who accept employment under clause (5) (a) the same

period of credited service in the Ontario Municipal Employees Retirement System as their period of credited service in the pension plan of The Toronto Harbour Commissioners on the 30th day of September, 1982.

- 10.** Subclause 217 (2) (a) (iii) of the said Act is repealed and the following substituted therefor: s. 217 (2) (a)  
(iii),  
re-enacted

(iii) term deposits, deposit receipts, deposit notes, certificates of deposit, acceptances and other similar instruments issued, accepted, guaranteed or endorsed by a bank named in Schedule A or B to the *Bank Act* (Canada).

1980-81,  
c. 40 (Can.)

- 11.** Subsection 218 (2) of the said Act is repealed and the following substituted therefor: s. 218 (2),  
re-enacted

(2) In preparing the estimates, the Metropolitan Council shall make due allowance for a surplus of any previous year that will be available during the current year and shall provide for any operating deficit of any previous year. Allowance  
to be made  
in estimates

- 12.—(1)** Subsection 227 (16) of the said Act is repealed and the following substituted therefor: s. 227 (16),  
re-enacted

(16) Subsections 143 (4) and (16), sections 143a, 144 and 145 and subsections 147 (1) and (2) of the *Municipal Act* apply with necessary modifications to the Metropolitan Corporation. Application of  
R.S.O. 1980,  
c. 302

- (2) Section 227 of the said Act is amended by adding thereto the following subsection: s. 227,  
amended

(21a) Where a by-law passed under this section provides that the debentures are payable in a currency described in clause (20) (b), (c) or (d), the by-law may provide that any portion of the premium which may be received on the currency in which the debentures are payable that is not required to pay the cost of the work authorized under the by-law and charges incidental thereto shall be set aside in a reserve fund to be used to pay the premium on the annual payments of principal and interest on the debentures issued under the by-law. Premium on  
foreign  
currency

- 13.** Subsection 245 (1) of the said Act is repealed and the following substituted therefor: s. 245 (1),  
re-enacted

(1) Section 5, Parts XIII, XIV, XV and XIX, sections 105, 106, 113, 114, 115, 116 and 122, subsection 165 (3), paragraphs Application of  
R.S.O. 1980,  
c. 302

3, 11, 12, 23, 24, 27, 30, 50 and 54 of section 208, subparagraph ii of paragraph 125 of section 210, and paragraph 10 of section 315 of the *Municipal Act* apply with necessary modifications to the Metropolitan Corporation.

- Commencement      **14.**—(1) This Act, except section 5 and subsection 12 (1), comes into force on the day it receives Royal Assent.  
Idem                    (2) Section 5 and subsection 12 (1) come into force on a day to be named by proclamation of the Lieutenant Governor.
- Short title      **15.** The short title of this Act is the *Municipality of Metropolitan Toronto Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

JULY 7, 1982  
*Roderick Laius*

CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the Municipality of  
Metropolitan Toronto Act

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*1st Reading*

March 18th, 1982

*2nd Reading*

July 5th, 1982

*3rd Reading*

July 6th, 1982

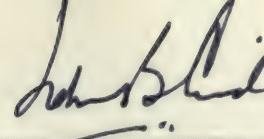
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THE HON. C. BENNETT  
Minister of Municipal Affairs  
and Housing

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**BILL 30**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Development Corporations Act**

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THE HON. G. W. WALKER  
Minister of Industry and Trade Development

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TORONTO

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BILL 30

1982

## An Act to amend the Development Corporations Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. The *Development Corporations Act*, being chapter 117 of the <sup>s. 7a,</sup> ~~enacted~~ Revised Statutes of Ontario, 1980, is amended by adding thereto the following section:

7a.—(1) A person who holds office as a member of the council of a municipality, including a district, metropolitan or regional municipality, or as a member of a local board, as defined in the *Municipal Affairs Act*, of such a municipality or who is an employee of such a municipality or local board is not eligible to be appointed as a director of a corporation.

(2) A director of a corporation who, during his term of office as director, is elected to hold office as a member of the council of a municipality or a local board thereof, as described in subsection (1), or who accepts employment with such a municipality or local board, shall be deemed to have resigned as a director of the corporation ~~on the first day of his term of office as a member of the council of the municipality or local board or on the first day of his employment, as the case may be.~~

(3) A person who was a director of a corporation on the day this section comes into force may serve the balance of his term of office, notwithstanding that he is or becomes a member of the council of a municipality or of a local board thereof, as described in subsection (1) or that he is or becomes an employee of such a municipality or local board.

- 2.—(1) Subsection 12 (1) of the said Act is amended by adding thereto <sup>s. 12 (1),</sup> ~~amended~~ the following clauses:

(ba) make grants to a person carrying on an industrial undertaking in Ontario;

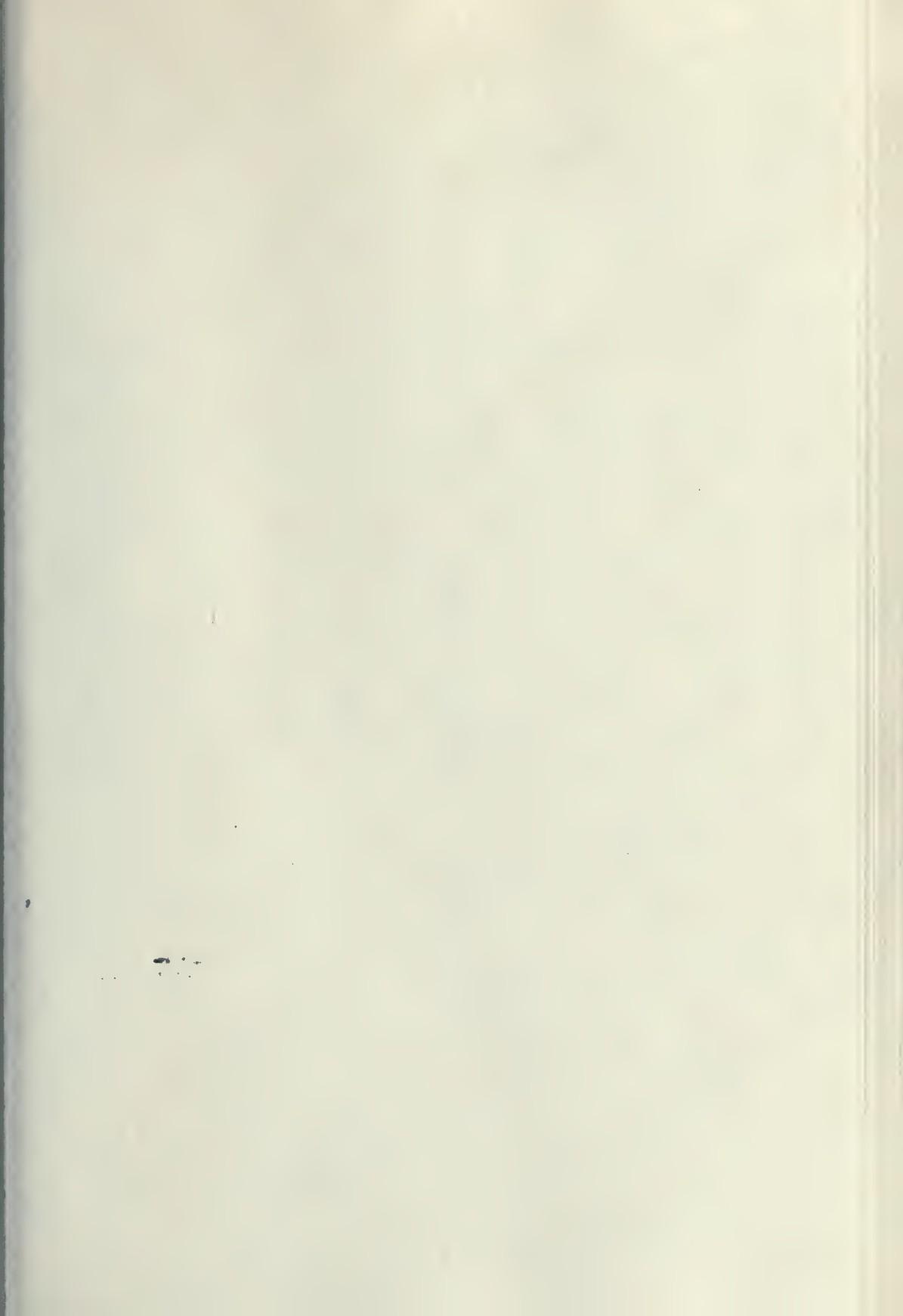
- (bb) pay interest subsidies to a person carrying on an industrial undertaking in Ontario where the interest is charged in respect of a loan made by a lender approved by the corporation.
- s. 12 (1) (d),  
re-enacted
- (2) Clause 12 (1) (d) of the said Act is repealed and the following substituted therefor:
- (d) take security by way of mortgage, charge, hypothecation or assignment of or on any real or personal property or otherwise and to compromise or release in whole or in part any such security and the repayment of the debt evidenced thereby.
- s. 12 (2),  
amended
- (3) Subsection 12 (2) of the said Act is amended by striking out "and (b)" in the sixth line and inserting in lieu thereof "to (bb)".
- s. 19a,  
enacted
- 3.** The said Act is further amended by adding thereto the following section:
- Agents of  
Crown for  
certain  
programs,  
etc.
- 19a. The Lieutenant Governor in Council may authorize a corporation to act as agent for the Province of Ontario in respect of programs, projects or matters undertaken or carried out by the Province for the advancement of industrial or economic development in Ontario.
- Commencement
- 4.** This Act comes into force on the day it receives Royal Assent.
- Short title
- 5.** The short title of this Act is the *Development Corporations Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

JULY 7 1982

*Roderick Lewis*

CLERK  
LEGISLATIVE ASSEMBLY





bill.

An Act to amend the  
Development Corporations Act

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*1st Reading*

March 18th, 1982

*2nd Reading*

July 6th, 1982

*3rd Reading*

July 6th, 1982

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THE HON. G.W. WALKER  
Minister of Industry and Trade Development

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BILL 36



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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to establish the Ministry of Citizenship and Culture**

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THE HON. R. B. McCAFFREY  
Minister of Citizenship and Culture

---

TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



**BILL 36****1982**

**An Act to establish the Ministry of Citizenship  
and Culture**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. In this Act, Interpre-  
tation
  - (a) "Deputy Minister" means the Deputy Minister of Citizenship and Culture;
  - (b) "Minister" means the Minister of Citizenship and Culture;
  - (c) "Ministry" means the Ministry of Citizenship and Culture.
2. There shall be a ministry of the public service to be known <sup>Ministry established</sup> as the Ministry of Citizenship and Culture.
3. The Minister shall preside over and have charge of the <sup>Minister to have charge</sup> Ministry and has power to act for and on behalf of the Ministry.
4. It is the function of the Ministry, Objectives  
of Ministry
  - (a) to encourage full, equal and responsible citizenship among the residents of Ontario;
  - (b) recognizing the pluralistic nature of Ontario society, to stress the full participation of all Ontarians as equal members of the community, encouraging the sharing of cultural heritage while affirming those elements held in common by all residents;
  - (c) to ensure the creative and participatory nature of cultural life in Ontario by assisting in the stimulation of cultural expression and cultural preservation;

Adminis-  
tration  
of Acts

Annual  
report

Deputy  
Minister

Idem

Delegation  
of powers  
and duties

Contracts  
and  
agreements  
R.S.O. 1980,  
c. 147

Protection  
from  
personal  
liability

Crown  
liability  
R.S.O. 1980,  
c. 393

(d) to foster the development of individual and community excellence, enabling Ontarians to better define the richness of their diversity and the shared vision of their community.

**5.**—(1) The Minister is responsible for the administration of this Act, the Acts set out in the Schedule and the Acts that are assigned to the Minister by the Legislature or by the Lieutenant Governor in Council.

(2) The Minister after the close of each year shall submit to the Lieutenant Governor in Council an annual report upon the affairs of the Ministry and shall then lay the report before the Assembly if it is in session or, if not, at the next ensuing session.

**6.**—(1) The Lieutenant Governor in Council shall appoint a Deputy Minister of Citizenship and Culture who shall be the deputy head of the Ministry.

(2) Under the direction of the Minister, the Deputy Minister shall perform such duties as the Minister may assign or delegate to him.

**7.**—(1) Where, under this or any other Act, a power or duty is granted to or vested in the Minister, the Minister may in writing delegate that power or duty to the Deputy Minister or to any officer or employee of the Ministry, subject to such limitations, restrictions, conditions and requirements as may be set out in the delegation.

(2) Notwithstanding the *Executive Council Act*, a contract or an agreement made by a person empowered to do so under a delegation made under subsection (1) has the same effect as if made and signed by the Minister.

**8.**—(1) No action or other proceeding for damages shall be instituted against the Deputy Minister or any officer or employee of the Ministry, or anyone acting under the Deputy Minister's authority, for any act done in good faith in the execution or intended execution of the person's duty or for any alleged neglect or default in the execution in good faith of the person's duty.

(2) Subsection (1) does not, by reason of subsections 5 (2) and (4) of the *Proceedings Against the Crown Act*, relieve the Crown of liability in respect of a tort committed by a person mentioned in subsection (1) to which it would otherwise be subject, and the Crown is liable under that Act for any such tort as if subsection (1) had not been enacted.

**9.**—(1) The Minister may, upon request, inspect any document or record relating to financial assistance given by the Ministry and may require the recipient of financial assistance to prepare and submit a financial statement setting out the details of the disposition of the financial assistance. Inspection of financial records

(2) No person shall obstruct the Minister or a person acting under the Minister's authority in an inspection under subsection (1). Offence

(3) Every person who knowingly contravenes subsection (2) and every director or officer of a corporation who knowingly concurs in such contravention is guilty of an offence and on conviction is liable to a fine of not more than \$2,000. Penalty

(4) Notwithstanding subsection (3), where a corporation is convicted of an offence under subsection (3) the maximum penalty that may be imposed upon the corporation is \$25,000. Idem

**10.**—(1) The Lieutenant Governor in Council may authorize Seal a seal for the Ministry.

(2) The seal may be reproduced by engraving, lithographing, Idem printing or any other method of mechanical reproduction and, when so reproduced, has the same effect as if manually affixed.

**11.**—(1) The Minister may determine the amount of any capital expenditure of the Art Gallery of Ontario or The Royal Ontario Museum that may be financed through The Ontario Universities Capital Aid Corporation, and debentures may be purchased from the Art Gallery of Ontario or The Royal Ontario Museum by the Corporation only on the recommendation of the Minister. Capital expenditures financed through The Ontario Universities Capital Aid Corporation

(2) The Minister may determine the amount of any capital expenditure of a municipality, including a district, metropolitan or regional municipality, for public library purposes that may be financed through The Ontario Universities Capital Aid Corporation, and debentures issued for public library purposes may be purchased from such a municipality by the Corporation only on the recommendation of the Minister. Public libraries

**12.** A reference to the Minister of Culture and Recreation in any Act listed in the Schedule, or in any regulation, order in council, ministerial order, act or thing made or done under any such Act, shall be deemed to be a reference to the Minister of Citizenship and Culture, so long as the Minister administers such Act, and a reference therein to the Ministry of Culture and Recreation shall be deemed to be a reference to the Ministry of Citizenship and Culture. References to Minister and Ministry

Regulations

**13.** The Lieutenant Governor in Council may make regulations,

- (a) providing for and authorizing the conduct of programs to carry out the objectives of this Act;
- (b) providing for programs of financial assistance for the objectives of this Act;
- (c) prescribing conditions, one of which may be the approval of the Minister, governing grants of financial assistance;
- (d) authorizing the payment, with the approval of the Minister, and fixing the amounts of financial assistance by way of special grants for programs;
- (e) providing for the recovery of financial assistance given by the Ministry and prescribing the circumstances and manner in which any such recovery may be made.

Public  
accounts for  
1981-82

**14.** The public accounts for the fiscal year 1981-82 may show the moneys that were appropriated for the Ministry of Culture and Recreation as expended by that Ministry, notwithstanding the reassignment of powers and duties to the Minister of Citizenship and Culture under the *Executive Council Act* before the expiration of that fiscal year.

R.S.O. 1980,  
c. 147

Repeal

**15.** The *Ministry of Culture and Recreation Act*, being chapter 276 of the Revised Statutes of Ontario, 1980, is repealed.

Commencement

**16.** This Act comes into force on the 1st day of April, 1982.

Short title

**17.** The short title of this Act is the *Ministry of Citizenship and Culture Act, 1982*.

## SCHEDULE

Archives Act  
 Art Gallery of Ontario Act  
 Arts Council Act  
 Centennial Centre of Science and Technology Act  
 Foreign Cultural Objects Immunity from Seizure Act  
 George R. Gardiner Museum of Ceramic Art Act, 1981  
 John Graves Simcoe Memorial Foundation Act, 1965  
 McMichael Canadian Collection Act  
 Ontario Educational Communications Authority Act  
 Ontario Heritage Act  
 Public Libraries Act  
 Royal Botanical Gardens Act, 1941  
 Royal Ontario Museum Act

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 7 1982

CLERK  
 LEGISLATIVE ASSEMBLY



An Act to establish the  
Ministry of Citizenship and Culture

---

*1st Reading*

March 30th, 1982

*2nd Reading*

April 23rd, 1982

*3rd Reading*

June 3rd, 1982

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THE HON. R. B. McCAFFREY  
Minister of Citizenship and Culture

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*L. B. W.*  
BILL 38

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to establish the Ministry of Industry and Trade

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THE HON. G. W. WALKER  
Minister of Industry and Trade

---

TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



**BILL 38****1982**

**An Act to establish the Ministry of Industry  
and Trade**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. In this Act, Interpre-  
tation
  - (a) "Deputy Minister" means the Deputy Minister of Industry and Trade;
  - (b) "Minister" means the Minister of Industry and Trade;
  - (c) "Ministry" means the Ministry of Industry and Trade.
2. There shall be a ministry of the public service to be known Ministry  
established as the Ministry of Industry and Trade.
3. The Ministry shall, Objectives  
of Ministry
  - (a) stimulate income opportunities through the effective development of industry and trade in goods and services;
  - (b) support the growth of productive employment by expanding domestic and international trade, encouraging investment opportunities, strengthening the competitiveness of the industrial base of Ontario and assisting small business development;
  - (c) advance the interests of the private sector of the economy of Ontario by providing appropriate promotions, assistance, counselling and advocacy to aid in the securing of new markets, the introduction of new technologies, the development of new products and adjustments to changing of world economic conditions;
  - (d) promote the establishment, growth, efficiency and improvement of industry and trade in Ontario;

- (e) develop and carry out such programs and activities as may be appropriate,
  - (i) to assist the adaptation of industry to changing conditions in domestic and export markets, and to changes in the techniques of production and delivery of goods and services,
  - (ii) to identify and assist those industries that require special measures to develop an unrealized potential or to cope with exceptional problems of adjustments; and
- (f) participate with other jurisdictions, with associations and organizations and with public and private enterprises with a view to formulating plans to create, assist and develop the entrepreneurial and material resources of Ontario.

Administration  
of Acts

**4.**—(1) The Minister is responsible for the administration of this Act, the Acts set out in the Schedule and the Acts that are assigned to the Minister by the Legislature or by the Lieutenant Governor in Council.

Annual  
report

(2) The Minister after the close of each year shall submit to the Lieutenant Governor in Council an annual report upon the affairs of the Ministry and shall then lay the report before the Assembly if it is in session or, if not, at the next ensuing session.

Deputy  
Minister of  
Industry and  
Trade

**5.**—(1) The Lieutenant Governor in Council shall appoint a Deputy Minister of Industry and Trade who shall be the deputy head of the Ministry.

Idem

(2) Under the direction of the Minister, the Deputy Minister shall perform such duties as the Minister may assign or delegate to him.

Powers

**6.** The Minister may, in exercising his powers and carrying out his duties and functions under this Act, assist the private sector by,

- (a) promoting investment and trade opportunities offered by Ontario;
- (b) encouraging the introduction of new technologies, products and processes to improve productivity and competitiveness;
- (c) providing financial assistance and incentives;

- (d) collecting and disseminating information on such aspects of the provincial economy and industries as affect Ontario's industrial base;
- (e) providing direct services to industry for domestic and foreign sales;
- (f) advocating the interests of the business sector within the Government of Ontario, to other Canadian governments and to foreign governments;
- (g) consulting with industry, labour and government authorities to develop programs which help Ontario industry;
- (h) assisting industry in any other manner considered to be proper.

**7.—(1)** The Minister may, for the purpose of carrying out this Act or of exercising any of his powers or carrying out any of his duties and functions, employ any person who is resident in a country or territory other than Canada or in a province or territory of Canada other than Ontario in the service of the Crown in the country, territory or province in which he is resident.

Employment  
of persons  
outside  
Ontario

(2) A person employed under subsection (1) is not a Crown employee for the purpose of any Act of the Legislature or any regulation made thereunder.

**8.—(1)** The Minister, with the approval of the Lieutenant Governor in Council, may approve any area in Ontario that is considered to require assistance to attract industrial development as an area of equalization of industrial opportunity.

Areas for  
equalization  
of industrial  
opportunity

(2) The Minister shall,

Duties re  
approval  
areas

- (a) undertake research and make investigations respecting the areas of equalization of industrial opportunity; and
- (b) prepare and carry out such programs and projects to improve the economic development of areas of equalization of industrial opportunity as may be appropriate and that cannot suitably be undertaken by other ministries, branches or agencies of the Government of Ontario.

**9.—(1)** The Minister, for and in the name of the Crown, may enter into any contract or agreement that he considers advisable for the purpose of carrying out this Act or of exercising any of his powers or carrying out any of his duties and functions or

Authority  
to enter  
into and  
enforcement  
of contracts  
and  
agreements

respecting any public works or property under the control of the Ministry, and any such contract or agreement enures to the benefit of the Crown and may be enforced as if entered into with the Crown.

Delegation  
of powers  
and duties

(2) Where, under this or any other Act, a power or duty is granted to or vested in the Minister, the Minister may in writing delegate that power or duty to the Deputy Minister or to any officer or employee of the Ministry, subject to such limitations, restrictions, conditions and requirements as may be set out in the delegation.

Contracts  
and  
agreements  
R.S.O. 1980,  
c. 147

(3) Notwithstanding the *Executive Council Act*, a contract or an agreement made by a person empowered to do so by a delegation made under subsection (1) has the same effect as if made and signed by the Minister.

Protection  
from  
personal  
liability

**10.**—(1) No action or other proceeding for damages shall be instituted against the Deputy Minister or any officer or employee of the Ministry or anyone acting under the Deputy Minister's authority for any act done in good faith in the execution or intended execution of the person's duty or for any alleged neglect or default in the execution in good faith of the person's duty.

Crown  
liability  
R.S.O. 1980,  
c. 393

(2) Subsection (1) does not, by reason of subsections 5 (2) and (4) of the *Proceedings Against the Crown Act*, relieve the Crown of liability in respect of a tort committed by a person mentioned in subsection (1) to which it would otherwise be subject, and the Crown is liable under that Act for any such tort as if subsection (1) had not been enacted.

Inspection  
of financial  
records

**11.**—(1) The Minister may, on request, inspect any document or record relating to financial assistance given by the Ministry and may require the recipient of such financial assistance to prepare and submit a financial statement setting out the details of the disposition of the assistance.

Offence

(2) No person shall obstruct the Minister or a person acting under the Minister's authority in an inspection under subsection (1).

Penalty

(3) Every person who knowingly contravenes subsection (2) and every director or officer of a corporation who knowingly concurs in such contravention is guilty of an offence and on conviction is liable to a fine of not more than \$2,000.

Idem

(4) Notwithstanding subsection (3), where a corporation is convicted of an offence under subsection (3) the maximum penalty that may be imposed upon the corporation is \$25,000.

**12.**—(1) The Lieutenant Governor in Council may authorize Seal a seal for the Ministry.

(2) The seal may be reproduced by engraving, lithographing, <sup>Idem</sup> printing or any other method of mechanical reproduction and, when so reproduced, has the same effect as if manually affixed.

**13.** A reference to the Minister of Industry and Tourism in any Act listed in the Schedule, or in any regulation, order in council, ministerial order, act or thing made or done under any such Act, shall be deemed to be a reference to the Minister of Industry and Trade, so long as the Minister administers such Act, and a reference therein to the Ministry of Industry and Tourism shall be deemed to be a reference to the Ministry of Industry and Trade.

References  
to Minister  
and  
Ministry

**14.** The public accounts for the fiscal year 1981-82 may show the moneys that were appropriated for the Ministry of Industry and Tourism as expended by that Ministry, notwithstanding the reassignment of powers and duties to the Minister of Industry and Trade under the *Executive Council Act* before the expiration of that fiscal year.

Public  
accounts for  
1981-82

R.S.O. 1980,  
c. 147

**15.** Clause 12 (1) (c) of the *Development Corporations Act*, R.S.O. 1980, being chapter 117 of the Revised Statutes of Ontario, 1980, is c. 117,  
amended by striking out “section 6 of the *Ministry of Industry and Tourism Act*” in the fourth line and inserting in lieu thereof s. 12 (1) (c),  
“section 8 of the *Ministry of Industry and Trade Act, 1982*”. amended

**16.** The *Ministry of Industry and Tourism Act*, being chapter 282 of the Revised Statutes of Ontario, 1980, is repealed.

Repeal

**17.** This Act comes into force on the 1st day of April, 1982.

Commencement

**18.** The short title of this Act is the *Ministry of Industry and Trade Act, 1982*.

Short title

## SCHEDULE

Development Corporations Act

IDEA Corporation Act, 1981

Massey-Ferguson Limited Act, 1981

Research Foundation Act

ASSENTED TO BY LIEUTENANT-GOVERNOR JULY 7 1982

CLERK  
LEGISLATIVE ASSEMBLY

An Act to establish the  
Ministry of Industry and Trade

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*1st Reading*

March 30th, 1982

*2nd Reading*

July 5th, 1982

*3rd Reading*

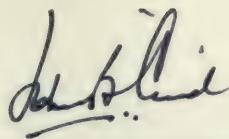
July 6th, 1982

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THE HON. G. W. WALKER  
Minister of Industry and Trade

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**BILL 41**



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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to establish the Ministry of Tourism and Recreation**

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THE HON. R. BAETZ  
Minister of Tourism and Recreation

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



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1990-1991  
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1992-1993 1993-1994 1994-1995 1995-1996 1996-1997

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**BILL 41** An Act to establish the Ministry of Tourism and Recreation **1982**

**An Act to establish the Ministry of Tourism and Recreation**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

- (a) "Deputy Minister" means the Deputy Minister of Tourism and Recreation;
- (b) "Minister" means the Minister of Tourism and Recreation;
- (c) "Ministry" means the Ministry of Tourism and Recreation.

**2. There shall be a ministry of the public service to be known as the Ministry of Tourism and Recreation.**

Ministry established

**3. The Minister shall preside over and have charge of the Ministry and has power to act for and on behalf of the Ministry.**

Minister to have  
charge

**4. The Ministry shall,**

Objectives  
of Ministry

- (a) promote tourism and recreation in Ontario to residents of Ontario and other jurisdictions;
- (b) cause the Ministry to stimulate employment and income opportunities through the effective development of tourism and recreation;
- (c) encourage and support the use of parks, tourist facilities and attractions in Ontario;
- (d) ensure that adequate opportunities are available to all residents of Ontario to pursue recreational, sports and fitness activities appropriate to their needs and interests;

- (e) provide recreational, sports and fitness resources to municipalities and to provincial recreational and sports organizations; and
- (f) encourage and promote improvement in the standards of accommodation, facilities and services offered to the travelling and vacationing public.

Administration  
of Acts

**5.** The Minister is responsible for the administration of this Act, the Acts set out in the Schedule and the Acts that are assigned to the Minister by the Legislature or by the Lieutenant Governor in Council.

Deputy  
Minister

**6.—(1)** The Lieutenant Governor in Council shall appoint a Deputy Minister of Tourism and Recreation who shall be the deputy head of the Ministry.

Idem

(2) Under the direction of the Minister, the Deputy Minister shall perform such duties as the Minister may assign or delegate to him.

Employment  
of persons  
outside  
Ontario

**7.—(1)** For the purpose of exercising any of his powers or carrying out any of his duties and functions, the Minister may employ a person who resides outside of Ontario in the service of the Crown in the country, territory or province in which the person resides.

Not  
Crown  
employees

(2) A person employed under subsection (1) is not a Crown employee for the purpose of any Act of the Legislature or any regulation made thereunder.

Delegation  
of powers  
and duties

**8.—(1)** Where, under this or any other Act, a power or duty is granted to or vested in the Minister, the Minister may in writing delegate that power or duty to the Deputy Minister or to any officer or employee of the Ministry, subject to such limitations, restrictions, conditions and requirements as may be set out in the delegation.

Contracts  
and  
agreements  
R.S.O. 1980,  
c. 147

(2) Notwithstanding the *Executive Council Act*, a contract or an agreement made by a person empowered to do so under a delegation made under subsection (1) has the same effect as if made and signed by the Minister.

Protection  
from  
personal  
liability

**9.—(1)** No action or other proceeding for damages shall be instituted against the Deputy Minister or any officer or employee of the Ministry or anyone acting under the Deputy Minister's authority for any act done in good faith in the execution or intended execution of the person's duty or for any alleged neglect or default in the execution in good faith of the person's duty.

(2) Subsection (1) does not, by reason of subsections 5 (2) and (4) of the *Proceedings Against the Crown Act*, relieve the Crown of liability in respect of a tort committed by a person mentioned in subsection (1) to which it would otherwise be subject, and the Crown is liable under that Act for any such tort as if subsection (1) had not been enacted.

**10.**—(1) The Minister may, on request, inspect any document or record relating to financial assistance given by the Ministry and may require the recipient of financial assistance to prepare and submit a financial statement setting out the details of the disposition of the assistance.

(3) No person shall obstruct the Minister or a person acting under the Minister's authority in an inspection under this section.

(3) Every person who knowingly contravenes subsection (2) and every director or officer of a corporation who knowingly concurs in such contravention is guilty of an offence and on conviction is liable to a fine of not more than \$2,000.

(4) Notwithstanding subsection (3), where a corporation is convicted of an offence under subsection (3) the maximum penalty that may be imposed upon the corporation is \$25,000.

**11.**—(1) The Lieutenant Governor in Council may authorize a seal for the Ministry.

(2) The seal may be reproduced by engraving, lithographing, printing or any other method of mechanical reproduction and, when so reproduced, has the same effect as if manually affixed.

**12.** A reference to the Minister of Culture and Recreation, the Minister of Industry and Tourism, or the Minister of Natural Resources, as the case may be, in any Act listed in the Schedule, or in any regulation, order in council, ministerial order, act or thing made or done under any such Act, shall be deemed to be a reference to the Minister of Tourism and Recreation, so long as the Minister administers such Act, and a reference therein to the Ministry of Culture and Recreation, the Ministry of Industry and Tourism or the Ministry of Natural Resources shall be deemed to be a reference to the Ministry of Tourism and Recreation.

**13.** The Lieutenant Governor in Council may make regulations,

- (a) providing for and authorizing the conduct of recreational programs in municipalities and territories without municipal organization, by municipal corporations, local services boards, non-profit corporations, school

Crown liability  
R.S.O. 1980.  
c. 393

Idem

References to Ministers and Ministries

Regulations

R.S.C. 1970,  
c. I-6

boards, bands as defined in the *Indian Act* (Canada) and other persons;

- (b) providing for programs of financial assistance for the objectives of this Act;
- (c) prescribing conditions, one of which may be the approval of the Minister, governing grants of financial assistance;
- (d) authorizing the payment, with the approval of the Minister, and fixing the amounts of financial assistance by way of special grants for recreational programs;
- (e) providing for the recovery of financial assistance given by the Ministry and prescribing the circumstances and manner in which any such recovery may be made;
- (f) governing the granting, issue and form of certificates recognizing levels of experience in recreation.

Public  
accounts for  
1981-82

**14.** The public accounts for the fiscal year 1981-82 may show the moneys that were appropriated for the ministries of Culture and Recreation, Industry and Tourism and Natural Resources as expended by those ministries, notwithstanding the reassignment of powers and duties to the Minister of Tourism and Recreation under the *Executive Council Act* before the expiration of that fiscal year.

Annual  
report

**15.** The Minister shall in each year submit to the Lieutenant Governor in Council a report of the proceedings of the Ministry during the next preceding fiscal year, and such report shall be laid before the Assembly forthwith, but if the Legislature is not at the time in session, then within thirty days after the commencement of the next session.

Commencement

**16.** This Act shall be deemed to have come into force on the 1st day of April, 1982.

Short title

**17.** The short title of this Act is the *Ministry of Tourism and Recreation Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 7 1982

CLERK  
LEGISLATIVE ASSEMBLY

## SCHEDULE

- Community Recreation Centres Act
- Historical Parks Act
- Niagara Parks Act
- Ontario Lottery Corporation Act
- Ontario Place Corporation Act
- St. Clair Parkway Commission Act
- St. Lawrence Parks Commission Act
- Tourism Act

An Act to establish the  
Ministry of Tourism and Recreation

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*1st Reading*

April 1st, 1982

*2nd Reading*

April 30th, 1982

*3rd Reading*

May 3rd, 1982

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THE HON. R. BAETZ  
Minister of Tourism and Recreation

**BILL 46**

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*John Blaikie*  
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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Education Act**

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THE HON. B. M. STEPHENSON  
Minister of Education and Minister of Colleges and Universities

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**BILL 46****1982****An Act to amend the Education Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.**—(1) Subsection 1 (1) of the *Education Act*, being chapter 129 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following paragraphs:

**2a.** “band” and “council of the band” have the same meaning as in the *Indian Act* (Canada);

R.S.C. 1970,  
c. I-6

**10a.** “credit” means recognition granted to a pupil by a principal as *prima facie* evidence that the pupil has successfully completed a quantity of work that,

- i. has been specified by the principal in accordance with the requirements of the Minister, and
- ii. is acceptable to the Minister as partial fulfillment of the requirements for the Secondary School Graduation Diploma or the Secondary School Honour Graduation Diploma, as the case may be;

**19a.** “education authority” means a corporation that is incorporated by two or more bands or councils of bands for the purpose of providing for the educational needs of the members of such bands;

R.S.C. 1970,  
c. I-6

23a. "Indian" has the same meaning as in the *Indian Act* (Canada).

s. 1 (1),  
par. 66,  
amended

(2) Paragraph 66 of the said subsection 1 (1) is amended by inserting after "qualification" in the second line "or a letter of standing".

s. 1,  
amended

(3) Section 1 of the said Act is amended by adding thereto the following subsection:

Existing  
school  
arrangements  
continued

(5) Until altered under the authority of this or any other Act, all school jurisdictions and boards, including the names of the boards, as they existed on the 31st day of July, 1981, are continued subject to the provisions of this Act.

s. 2,  
amended

2. Section 2 of the said Act is amended by adding thereto the following subsections:

Delegation  
of powers  
and duties

(4) The Minister may in writing authorize the Deputy Minister or any other officer or employee in the Ministry to exercise any power or perform any duty that is granted to or vested in the Minister under this or any other Act.

Limitations

(5) The Minister may in writing limit an authorization made under subsection (4) in such manner as he considers advisable.

Application of  
R.S.O. 1980,  
c. 147, s. 6

(6) Section 6 of the *Executive Council Act* does not apply to a deed or contract that is executed under an authorization made under subsection (4).

s. 8 (1) (i),  
re-enacted

3.—(1) Clause 8 (1) (i) of the said Act is repealed and the following substituted therefor:

Application of  
R.S.O. 1980,  
c. 539

(i) prescribe the conditions under which and the terms upon which pupils of boards shall be deemed to be employees for the purpose of coverage under the *Workmen's Compensation Act*, deem pupils to be employees for such purpose and require a board to reimburse Ontario for payments made by Ontario under that Act in respect of a pupil of the board deemed to be an employee of Ontario by the Minister.

s. 8 (1) (m),  
amended

(2) Clause 8 (1) (m) of the said Act is amended by striking out "interim, temporary, permanent, special or other" in the first and second lines.

s. 8 (1) (p),  
amended

(3) Clause 8 (1) (p) of the said Act is amended by striking out "and supervisory officers" in the second line and inserting in lieu thereof "supervisory officers, attendance counsellors and

native counsellors and grant certificates in respect of the successful completion of such courses".

(4) Clause 8 (1) (r) of the said Act is amended by adding at the end thereof "and the granting of bursaries to teachers".

(5) Subsection 8 (1) of the said Act is amended by adding thereto the following clause:

(z) in respect of schools under the jurisdiction of a board, issue guidelines respecting the closing of schools and require that boards develop policies therefrom with respect to procedures to be followed prior to the closing of a school by decision of the board.

4.—(1) Paragraph 11 of subsection 10 (1) of the said Act is amended by striking out "permanent, temporary, interim, special and other" in the second line.

(2) The said subsection 10 (1) is amended by adding thereto the following paragraph:

11a. providing for the issuing of teacher's qualifications record cards and governing the professional qualifications that may be recorded on such record cards.

(3) Paragraph 24 of the said subsection 10 (1) is amended by striking out "bursars, matrons" in the fourth line and inserting in lieu thereof "residence counsellors".

(4) The said subsection 10 (1) is further amended by adding thereto the following paragraph:

33. Notwithstanding paragraph 26 of subsection 150 (1), prohibiting or regulating and controlling any program or activity of a board that is or may be in competition with any business or occupation in the private sector and providing that such regulations have general application or application to a particular board.

(5) Clause 10 (8) (b) of the said Act is amended by striking out "and letters of standing" in the second and third lines and inserting in lieu thereof "letters of standing and Ontario Teacher's Qualifications Record Cards".

5.—(1) Subsection 11 (2) of the said Act is amended by striking out "as defined in that Act" in the fifth line.

(2) Section 11 of the said Act is amended by adding thereto the following subsection:

(2a) The Crown in right of Ontario, represented by the Minister, may enter into an agreement with a band, the council pupils at Indian schools

of the band or an education authority where such band, council of the band or education authority is authorized by the Crown in right of Canada to provide education for Indians, for the admission of pupils who are not Indians to a school operated by the band, council of the band or education authority.

s. 12 (6) (g),  
amended

- 6.** Clause 12 (6) (g) of the said Act is amended by striking out "bursar" in the second line and inserting in lieu thereof "business administrator".

s. 25 (1),  
amended

- 7.** Subsection 25 (1) of the said Act is amended by striking out "without a warrant" in the eighth line.

s. 29 (2),  
amended

- 8.** Subsection 29 (2) of the said Act is amended by inserting after "may" in the first line "in addition to or".

s. 30 (1),  
amended

- 9.** Subsection 30 (1) of the said Act is amended by adding at the end thereof "or the Unified Family Court".

s. 31 (2),  
amended

- 10.** Subsection 31 (2) of the said Act is amended by inserting after "Part" in the first line "except subsection 48 (6)".

s. 40 (1) (c),  
amended

- 11.** Clause 40 (1) (c) of the said Act is amended by inserting after "course" in the seventh line "or college of applied arts and technology".

s. 48,  
amended

- 12.** Section 48 of the said Act is amended by adding thereto the following subsection:

Fees for  
pupils  
  
1976-77,  
c. 52 (Can.)

(6) Notwithstanding any other provision of this Act, where a board admits to a school that it operates, a person who is in Canada as a visitor or as a student under the *Immigration Act, 1976* (Canada), except,

(a) a participant in an educational exchange program under which a pupil of the board attends without fee a school outside Canada;

(b) a pupil who enrolls in an elementary school or a secondary school prior to the 1st day of July, 1982; or

(c) a person who is in Canada while his parent or the person who has lawful custody of him is in Canada on a work visa, a diplomatic visa or a ministerial permit,

the board shall charge the person the maximum fee calculated in accordance with the regulations.

s. 52 (3),  
amended

- 13.** Subsection 52 (3) of the said Act is amended by adding at the end thereof "unless and until it becomes or is included in a municipality".

**14.**—(1) Subsection 53 (1) of the said Act is amended by inserting after “collecting” in the seventh line “cancelling, reducing or refunding” and by striking out “11” in the thirteenth line and inserting in lieu thereof “12”. s. 53 (1),  
amended

(2) Section 53 of the said Act is amended by adding thereto the following subsection: s. 53,  
amended

(2a) Section 362 of the *Municipal Act* applies to territory without municipal organization that is deemed a district municipality under this Act, and the divisional board has the powers of a municipal council under the said section 362 in respect of any such territory that is not attached to a municipality for school purposes, and the council of the municipality to which any such territory is attached for public school purposes and for secondary school purposes under subsection (2) has the powers of a municipal council under the said section 362 in respect of the territory so attached. Application of  
R.S.O. 1980,  
c. 302, s. 362

**15.**—(1) Clause 54 (1) (b) of the said Act is repealed. s. 54 (1) (b),  
repealed

(2) Clause 54 (1) (c) of the said Act is amended by striking out “school section” in the first and second lines and inserting in lieu thereof “of a school section that is included in a school division”. s. 54 (1) (c),  
amended

(3) Subsection 54 (6) of the said Act is amended by striking out “(*inserting the name assigned by the regulations*)” in the seventh and eighth lines and inserting in lieu thereof “(*inserting the name selected by the board and approved by the Minister*)”. s. 54 (6),  
amended

**16.**—(1) Subsection 59 (23) of the said Act is amended by inserting after “may” in the eighth line “where so requested by the divisional board”. s. 59 (23),  
amended

(2) Subsection 59 (34) of the said Act is repealed. s. 59 (34),  
repealed

**17.** Subsection 61 (2) of the said Act is repealed and the following substituted therefor: s. 61 (2),  
re-enacted

(2) Subsection 59 (32) applies with necessary modifications to the nomination and election of candidates for members of a board of education. Qualifications  
for nominators  
of candidates

**18.** Subsection 62 (2) of the said Act is amended by striking out “or” at the end of clause (c), by adding “or” at the end of clause (d), and by adding thereto the following clause: s. 62 (2),  
amended

(e) detach a portion thereof from a district school area.

s. 64 (5),  
re-enacted

**19.** Subsection 64 (5) of the said Act is repealed and the following substituted therefor:

Election  
year end  
term of office  
R.S.O. 1980,  
c. 308

(5) The election of members of the board of a district school area that is not an improvement district shall be held in each year in which a regular election is held under the *Municipal Elections Act* and the members shall hold office until the next regular election is held under that Act and their successors are elected under this Act and the new board is organized except that,

- (a) where a new district school area is formed to take effect on the 1st day of January in a year that is not a year of a regular election under the *Municipal Elections Act*, the first members of such board shall be elected in the year preceding such 1st day of January and shall hold office until the next regular election is held under the *Municipal Elections Act* and their successors are elected under this Act and the new board is organized; or
- (b) where the boundaries of a district school area are altered to take effect on the 1st day of January in a year that is not a year in which a regular election is held under the *Municipal Elections Act*, a new district school area board shall be elected in the year preceding such 1st day of January and the members so elected shall hold office until the next regular election is held under the *Municipal Elections Act* and their successors are elected under this Act and the new board is organized.

s. 65 (1),  
amended

**20.—(1)** Subsection 65 (1) of the said Act is amended by inserting after “66” in the first line “and subject to subsection (4).”.

s. 65 (4),  
re-enacted

**(2)** Subsection 65 (4) of the said Act is repealed and the following substituted therefor:

First  
meeting

(4) Notwithstanding subsection 64 (5), the first meeting for the election of a board of a district school area formed or altered under subsection 62 (2) shall be held at a time and place named by a person, designated by the Minister, who shall make the necessary arrangements for the meeting and the persons so elected shall hold office until the date the next regular election is held under the *Municipal Elections Act* and their successors are elected under this Act and the new board is organized.

R.S.O. 1980,  
c. 308

s. 65 (8),  
amended

**(3)** Subsection 65 (8) of the said Act is amended by inserting after “(9)” in the first line “(10a)”.

s. 66 (1),  
amended

**21.** Subsection 66 (1) of the said Act is amended by,

- (a) inserting after "the" in the third line "public school";
- (b) inserting after "the" where it occurs the first time in the seventh line "public school"; and
- (c) inserting after "district" in the ninth line "school".

**22.** The said Act is amended by adding thereto the following section. s. 66a,  
enacted

66a.—(1) Notwithstanding subsections 65 (3) and (8) and section 66, where a district school area is formed under clause 62 (2) (b), the Lieutenant Governor in Council may make regulations, Elections

- (a) determining the number of members to be elected to the board of the district school area;
- (b) determining the areas each member referred to in clause (a) shall represent;
- (c) providing for the nomination of candidates to be elected; and
- (d) prescribing the manner in which the election of the members shall be conducted,

and the election of the members shall be in accordance with such regulations.

(2) No election under this section is invalid by reason of non-compliance with the provisions of the regulations made under subsection (1) or by reason of any mistake or irregularity if it appears that the election was conducted in accordance with the principles laid down in the regulations and that the non-compliance, mistake or irregularity did not affect the result of the election. Validity of election

**23.**—(1) Subsection 68 (1) of the said Act is amended by inserting after "area" in the fourth line "board". s. 68 (1),  
amended

(2) Subsection 68 (2) of the said Act is amended by inserting after "area" in the first line "board". s. 68 (2),  
amended

(3) Subsection 68 (3) of the said Act is amended by inserting after "area" in the fourth line "board". s. 68 (3),  
amended

**24.** Clause 69 (2) (a) of the said Act is amended by adding at the end thereof "and for the dissolution thereof". s. 69 (2)(a),  
amended

**25.** Subsection 74 (8) of the said Act is repealed and the following substituted therefor: s. 74 (8),  
re-enacted

Allowance

(8) The divisional board may pay an allowance to each member of the committee who is not a member of the divisional board and where the divisional board satisfies the requirements for a special education advisory committee under subsection 182 (7), the board may pay an allowance to each member of the special education advisory committee who is a member of the advisory committee on schools for trainable retarded pupils.

s. 87 (1),  
amended

**26.** Subsection 87 (1) of the said Act is amended by striking out "1st day of January of the following year" in the fifteenth line and inserting in lieu thereof "1st day of December of the same year".

s. 90 (1),  
amended

**27.**—(1) Subsection 90 (1) of the said Act is amended by striking out "for a term of two years" in the third line.

s. 90,  
amended

(2) Section 90 of the said Act is amended by adding thereto the following subsection:

Term of  
office of  
first trustees  
R.S.O. 1980,  
c. 308

(2a) The trustees who are elected at the first election of an urban separate school board shall hold office until the next regular election is held under the *Municipal Elections Act* and their successors are elected and the new board is organized and sections 93, 94, 95 and 96 apply with necessary modifications to the elections of trustees of the urban separate school board held after the first elections of trustees.

s. 91 (1),  
amended

**28.**—(1) Subsection 91 (1) of the said Act is amended by striking out "for a term of two years" in the fourth line.

s. 91 (2),  
amended

(2) Subsection 91 (2) of the said Act is amended by striking out "for a term of two years" in the fourth line.

s. 93 (1),  
amended

**29.** Subsection 93 (1) of the said Act is amended by striking out "in the same manner as municipal elections" in the second and third lines and inserting in lieu thereof "by the same officers and in the same manner as elections of members of the council of a municipality".

s. 95 (b),  
re-enacted

**30.** Clause 95 (b) of the said Act is repealed and the following substituted therefor:

(b) has attained the age of eighteen years or on or before polling day will attain the age of eighteen years; and

s. 97 (1),  
re-enacted

**31.**—(1) Subsection 97 (1) of the said Act is repealed and the following substituted therefor:

Trustees  
term of office  
R.S.O. 1980,  
c. 308

(1) The board of a rural separate school shall consist of three trustees who, subject to subsection (3), shall be elected in each year in which a regular election is held under the *Municipal Elec-*

tions Act and shall hold office until the date the next regular election is held under that Act and their successors are elected under this Act and the new board is organized.

- (2) Subsection 97 (3) of the said Act is repealed and the following s. 97 (3),  
re-enacted substituted therefor:

(3) Where the first election of a newly established rural separate school board is held in a year in which no regular election is held under the *Municipal Elections Act*, the trustees so elected R.S.O. 1980,  
c. 308 shall hold office until the date upon which the next regular election is held under that Act and their successors are elected under this Act and the new board is organized.

- 32.**—(1) Subclause 98 (1) (a) (ii) of the said Act is repealed and the s. 98 (1) (a),  
re-enacted following substituted therefor:

(ii) the approval of a site selected by the board for a new school.

- (2) Section 98 of the said Act is amended by adding thereto the s. 98,  
amended following subsection:

(3) No site for a new school shall be acquired by a rural separate school board without approval of the site by the majority of the supporters of the rural separate school who are present at an annual or a special meeting of the board.

- 33.** Section 100 of the said Act is amended by adding thereto the s. 100,  
amended following subsection:

(10a) A voter is entitled to as many votes as there are trustees Number of votes to be elected, but may not give more than one vote to any one candidate.

- 34.** Subsection 103 (1) of the said Act is repealed and the following s. 103 (1),  
re-enacted substituted therefor:

(1) Where a combined separate school zone is formed or where Trustees another separate school zone is added to or detached from a combined separate school zone, the trustees in office shall retire on the 1st day of December following the election of trustees of the combined separate school zone and, subject to the number of trustees being determined under subsection (5), five trustees shall be elected by the supporters of the newly-created or altered combined separate school zone,

(a) as provided in section 100, where the combined separate school zone is formed, or where another separate school zone is added to or detached from a combined separate school zone in the year next following the year

R.S.O. 1980,  
c. 308

in which a regular election was held under the *Municipal Elections Act*, in which case the provisions of section 97 apply; or

- (b) as provided in section 93, where the combined separate school zone is formed or where another separate school zone is added to or detached from a combined separate school zone in the year in which a regular election is to be held under the *Municipal Elections Act*.

s. 111 (3),  
amended

**35.** Subsection 111 (3) of the said Act is amended by striking out "The ..... Roman Catholic Separate School Board" in the third and fourth lines and inserting in lieu thereof "The ..... District Roman Catholic Separate School Board".

s. 112 (2),  
amended

**36.—(1)** Subsection 112 (2) of the said Act is amended by inserting after "collecting" in the sixth line "canceling, reducing or refunding" and by striking out "11" in the twelfth line and inserting in lieu thereof "12".

s. 112,  
amended

(2) Section 112 of the said Act is amended by adding thereto the following subsection:

Application of  
R.S.O. 1980,  
c. 302, s. 362

(2a) Section 362 of the *Municipal Act* applies to territory without municipal organization that is deemed a district municipality under subsection (1), and the district combined separate school board has the powers of a municipal council under the said section 362 in respect of any such territory.

s. 113 (19),  
amended

**37.** Subsection 113 (19) of the said Act is amended by inserting after "may" in the seventh line "where so requested by the board".

s. 115 (3),  
repealed

**38.** Subsection 115 (3) of the said Act is repealed.

s. 149,  
amended

**39.** Section 149 of the said Act is amended by adding thereto the following paragraph:

requirements

18. do anything that a board is required by the Minister to do under subsection 8 (1).

s. 150 (1),  
par. 1,  
re-enacted

**40.—(1)** Paragraph 1 of subsection 150 (1) of the said Act is repealed and the following substituted therefor:

committees

1. establish committees composed of members of the board to make recommendations to the board in respect of education, finance, personnel and property;

- 1a. establish committees that may include persons who are <sup>idem</sup> not members of the board in respect of matters other than those referred to in paragraph 1.
- (2) Paragraph 6 of the said subsection 150 (1) is amended by <sup>s. 150 (1),  
par. 6,  
amended</sup> adding at the end thereof "and close schools in accordance with policies established by the board from guidelines issued by the Minister".
- 41.** Subsection 153 (2) of the said Act is repealed and the following <sup>s. 153 (2),  
re-enacted</sup> substituted therefor:
- (2) A secondary school board may pay to each person <sup>Allowance</sup> appointed under subsection (1) who is not a member of the board such allowance as the board may determine for each month for which he is appointed.
- 42.** Section 158 of the said Act is amended by adding thereto the <sup>s. 158,  
amended</sup> following subsection:
- (1a) Where a sick leave gratuity is paid upon termination of <sup>Idem</sup> employment, the number of days used to calculate the amount of the gratuity ceases to stand to the credit of the employee and is not available for transfer or reinstatement of credits under subsection (2).
- 43.** Section 164 of the said Act is amended by inserting after "or" in the <sup>s. 164,  
amended</sup> seventh line "held".
- 44.—(1)** Subsection 165 (1) of the said Act is repealed and the following <sup>s. 165 (1),  
re-enacted</sup> substituted therefor:
- (1) A board may enter into an agreement with,
- (a) the Crown in right of Canada; or
  - (b) a band or the council of the band or an education authority where such band, the council of the band or education authority is authorized by the Crown in right of Canada to provide education for Indians,
- to provide for Indian pupils, for the period specified in the agreement, accommodation, instruction and special services in the schools of the board, and such agreement shall provide for the payment by the Crown in right of Canada, the band, the council of the band or the education authority, as the case may be, of fees calculated in accordance with the regulation governing the fees payable by Canada.
- (1a) A board may enter into an agreement with,

Agreements  
re education  
of Indian  
pupils

Agreements  
re instruction  
in Indian  
schools

(a) the Crown in right of Canada; or

(b) a band, the council of the band or an education authority referred to in clause (1) (b),

to provide for Indian pupils, for the period specified in the agreement, instruction and special services in schools provided by the Crown in right of Canada, the band, the council of the band or the education authority, as the case may be, and such agreement shall provide for the payment by the Crown in right of Canada, the band, the council of the band or the education authority, as the case may be, of the full cost of the provision of the instruction and special services.

s. 165 (4),  
amended

(2) Subsection 165 (4) of the said Act is amended by,

(a) striking out "Indian" in the second line and where it occurs the first time in the third line; and

(b) inserting after "board" in the fifth line "or in the schools in which the board provides all the instruction".

s. 165 (5),  
amended

(3) Subsection 165 (5) of the said Act is amended by striking out "divisional board or a county or district combined separate school" in the second and third lines.

s. 165,  
amended

(4) Section 165 of the said Act is amended by adding thereto the following subsection:

When  
Indian  
school  
enrolment  
included

(6a) For the purpose of determining the number of Indian pupils enrolled in the schools under the jurisdiction of a board referred to in subsection (5) or (6), the number of Indian pupils in Indian schools in which the board provides all the instruction shall be included.

s. 165a,  
enacted

**45.** The said Act is further amended by adding thereto the following section:

Interpre-  
tation

**165a.**—(1) In this section "adult basic education" means programs and courses that are designed to develop and improve the basic literacy and numeracy skills of adults.

Agreements  
for adult  
basic  
education

(2) Subject to the approval of the Minister, a board may, in respect of persons who reside in the area of jurisdiction of the board, enter into an agreement in writing with a college of applied arts and technology for the area in which the board has jurisdiction under which the college of applied arts and technology provides for the board such adult basic education as is specified in the agreement.

**46.**—(1) Subsection 166 (1) of the said Act is amended by striking out <sup>s. 166 (1),  
amended</sup> “and to and from an activity that is part of the program of such school” in the twelfth and thirteenth lines.

(2) Section 166 of the said Act is amended by adding thereto the <sup>s. 166,  
amended</sup> following subsection:

(1a) A board may provide for a pupil who is enrolled in a <sup>Idem</sup> school that the board operates, transportation to and from an activity that is part of the program of such school.

(3) Clause 166 (9) (b) of the said Act is amended by inserting after <sup>s. 166 (9) (b),  
amended</sup> “county” in the first line “or a regional municipality that is not in a territorial district”.

**47.** Subsections 167 (1) and (2) of the said Act are repealed and the <sup>s. 167 (1, 2),  
re-enacted</sup> following substituted therefor:

(1) Subject to subsections (1a), (1c) and (2) a board may pay to <sup>Allowance  
for members</sup> each member of the board an allowance in such amount that is determined by the board to be payable to the members thereof and may pay to the chairman an amount determined by the board that is in addition to the allowance payable to the chairman as a member of the board.

(1a) Commencing with the board that is organized following <sup>Idem</sup> the regular election in the year 1982 the allowances payable under subsection (1) shall be those determined by the board prior to the date of the regular election to take effect for the term of office of the members of the board elected at the regular election.

(1b) Where a new board is established or formed under the <sup>Idem</sup> Act, the members who are elected at the first election of the board may determine the amount of the allowance to be paid to members of the board and the amount of any additional allowance payable to the chairman as a member of the board.

(1c) A board may at any time decrease any allowance payable <sup>Decrease in  
allowance</sup> to the members or to the chairman of the board.

(2) Where allowances have not been determined for the term of office of a new board the existing allowance payable to members of a board or to the chairman of the board during the school year 1981-82 or thereafter on the day of a regular election shall continue to be paid, subject to subsection (1c), until the expiry of the term of office of the members of the board or of the new board, as the case may be, and until allowances as determined by the board under subsection (1a) in respect of the term of office of a new board become payable. <sup>Continuance of  
allowance</sup>

s. 171 (1),  
amended

**48.**—(1) Subsection 171 (1) of the said Act is amended by striking out “Part IV as to the selection of a site by a rural separate school board, every board” in the first, second and third lines and inserting in lieu thereof “section 98 as to the approval of the site of a new school by a rural separate school board, every board may select and”.

s. 171 (6),  
amended

(2) Subsection 171 (6) of the said Act is amended by inserting after “172” in the first line “or subsection 173 (1)”.

s. 173 (1, 2),  
re-enacted

**49.**—(1) Subsections 173 (1) and (2) of the said Act are repealed and the following substituted therefor:

Acquisition  
of land  
for natural  
science  
program

(1) Where a board acquires a school site under subsection 171 (1), (2), (3) or (4) for the purpose of conducting thereon a natural science program and other out-of-classroom programs, the board shall obtain the approval of the Minister before it erects, adds to or alters buildings on or makes other improvements to the school site for such purpose.

Application

(1a) Subsection (1) does not apply with respect to a school site acquired by a separate school board under subsection 171 (1) or by a county or district combined separate school board under subsection 171 (3) where the cost of the erection of, the addition to or the alteration of the buildings on the school site or of making other improvements to the school site is provided entirely by the separate school board.

Idem

(1b) A board may, with the approval of the Minister, acquire by purchase or lease for the purpose of conducting a natural science program and other out-of-classroom programs a school site in Ontario that it does not have the authority to acquire under section 171, and the board shall obtain the approval of the Minister before it erects, adds to or alters buildings on or makes other improvements to the school site for such purpose.

Approval  
not  
required

(1c) An approval of the Minister is not required under subsection (1a) or (2) for normal maintenance to a building or site.

Agreement  
between  
boards

(2) Two or more boards may enter into an agreement for a period specified therein for the shared use of a school site in Ontario for conducting natural science programs and other out-of-classroom programs but, where under such agreement one of the boards may acquire or is to acquire by purchase or lease a school site for such purpose or is to erect, add to or alter a building on or make other improvements to such site, the agreement is not effective until it is approved by the Minister, and a school site situate outside the jurisdiction of the boards that are parties to the agreement shall not be acquired without the prior approval of the Minister.

(2) Subsection 173 (3) of the said Act is amended by striking out ~~s. 173 (3),  
under subsection (1) or (2)" in the first line and inserting in  
lieu thereof "for the purpose of conducting a natural science  
program and other out-of-classroom programs".~~

**50.** Subsection 182 (9) of the said Act is repealed and the following ~~s. 182 (9),  
re-enacted~~ substituted therefor:

(9) Subsection 74 (7) and sections 75 and 76 apply with necessary modifications to a committee established under subsection (2). ~~Application of ss. 74 (7),  
75 and 76~~

**51.** Subsection 183 (1) of the said Act is repealed and the following ~~s. 183 (1),  
re-enacted~~ substituted therefor:

(1) The meetings of a board and, subject to subsection (1a), meetings of a committee of the board, including a committee of the whole board, shall be open to the public, and no person shall be excluded from a meeting that is open to the public except for improper conduct. ~~Open  
meetings  
of boards~~

(1a) A meeting of a committee of a board, including a committee of the whole board, may be closed to the public when the subject-matter under consideration involves, ~~Closing  
of certain  
committee  
meetings~~

(a) the security of the property of the board;

(b) the disclosure of intimate, personal or financial information in respect of a member of the board or committee, an employee or prospective employee of the board or a pupil or his parent or guardian;

(c) the acquisition or disposal of a school site;

(d) decisions in respect of negotiations with employees of the board; or

(e) litigation affecting the board.

**52.** Paragraph 2 of the Declaration to subsection 185 (1) of the said Act is amended by adding at the end thereof "and that I will disclose any pecuniary interest, direct or indirect, as required by and in accordance with the *Municipal Conflict of Interest Act*". ~~s. 185 (1),  
amended~~ R.S.O. 1980,  
c. 305

**53.** Section 196 of the said Act is amended by adding thereto the following subsection: ~~s. 196,  
amended~~

(1a) A person who is an elector, as defined in the *Municipal Elections Act* in respect of an area for which one or more members of a board are to be elected, is qualified to be elected as a member of the board for any area within the jurisdiction of the board, ~~Idem  
R.S.O. 1980,  
c. 308~~

(a) by public school electors if he is a public school elector in the area in which he is an elector; or

(b) by separate school electors if he is a separate school elector in the area in which he is an elector,

if such person is otherwise qualified under subsection (1) and is not disqualified under subsection (2).

s. 198 (2) (b),  
amended

**54.** Clause 198 (2) (b) of the said Act is amended by striking out "the third year of the Intermediate Division" in the eighth line and inserting in lieu thereof "Grade 9".

s. 204,  
amended

**55.** Section 204 of the said Act is amended by adding thereto the following subsection:

Interim  
administration  
pending new  
elections  
R.S.O. 1980,  
c. 308

(2) Where under this Act vacancies on a board are required to be filled by an election to be conducted under the *Municipal Elections Act* and no election can be held under that Act, the Minister may by order provide for the fulfilling of the duties and obligations of the board until such time as a new election is held in accordance with the *Municipal Elections Act* and the members so elected have taken office.

s. 207 (1),  
re-enacted

**56.** Subsection 207 (1) of the said Act is repealed and the following substituted therefor:

Appointment  
and dismissal  
of auditor

R.S.O. 1980,  
c. 303

(1) Every board shall appoint an auditor who shall hold office during good behaviour and be removable by the board for cause and who, except in the case of a board established under section 70, shall be a person licensed as a municipal auditor under the *Municipal Affairs Act*.

s. 216 (2),  
amended

R.S.O. 1980,  
c. 31

s. 235 (1),  
amended

**57.** Subsection 216 (2) of the said Act is amended by striking out "where otherwise provided in the Act under which the sum is collected" in the fifth and sixth lines and inserting in lieu thereof "as provided in subsection 34 (3) of the *Assessment Act*".

s. 253,  
amended

**58.** Subsection 235 (1) of the said Act is amended by inserting after "teacher" in the first line "and a temporary teacher".

General  
report of  
chief  
executive  
officer

**59.** Section 253 of the said Act is amended by adding thereto the following subsection:

(3) At the first meeting in December of each year the chief executive officer of a board shall submit to the board a report in a format approved by the Minister on the action he has taken during the preceding 12 months under subsection (2) and a copy of such report shall be submitted to the Minister on or before the 31st day of January next following.

**60.** Section 256 of the said Act is amended by adding thereto the following subsection: s. 256,  
amended

(5) A provincial supervisory officer or a person designated by the Minister shall have access, as required by the Minister, to any school and to the books and records of a board or a school. Access to  
books and  
records,  
etc.

**61.** Subsection 258 (2) of the said Act is amended by inserting after "Where" in the first line "on or". s. 258 (2),  
amended

**62.** Subsection 261 (2) of the said Act is amended by inserting after "Where" in the first line "on or". s. 261 (2),  
amended

**63.**—(1) Section 262 of the said Act is amended by adding thereto the following subsection: s. 262,  
amended

(3a) Section 206 applies with necessary modifications to a member of a committee under clause (2) (b). Application  
of s. 206

(2) Subsection 262 (4) of the said Act is amended by adding at the end thereof "and his successor is appointed or elected, as the case may be". s. 262 (4),  
amended

**64.** Section 263 of the said Act is amended by adding thereto the following subsection: s. 263,  
amended

(2) The members of the committee to be appointed by the board shall be appointed not later than the date of the election meeting referred to in subsection (1). Idem

**65.** Section 266 of the said Act is amended by adding thereto the following subsection: s. 266,  
amended

(2) Subsection 197 (3) applies with necessary modifications to the resignation of a member of a committee. Application of  
s. 197 (3)

**66.** Subsection 270 (1) of the said Act is repealed and the following substituted therefor: s. 270 (1),  
re-enacted

(1) Where a board has determined to pay an allowance to members of the board under subsection 167 (1), the board shall pay to each member of the committee who is not a member of the board an allowance in such amount as is determined by the board. Allowance

**67.** Subsection 275 (2) of the said Act is repealed and the following substituted therefor: s. 275 (2),  
re-enacted

(2) Members of the Commission shall hold office for a term of one, two or three years as may be determined from time to time. Term,  
reappoint-  
ment and  
remunera-  
tion

by the Lieutenant Governor in Council, may be reappointed and shall be paid such remuneration as is determined by the Lieutenant Governor in Council.

Commencement

**68.**—(1) This Act, except subsection 40 (2), comes into force on the day it receives Royal Assent.

Idem

(2) Subsection 40 (2) comes into force on the 1st day of January, 1983.

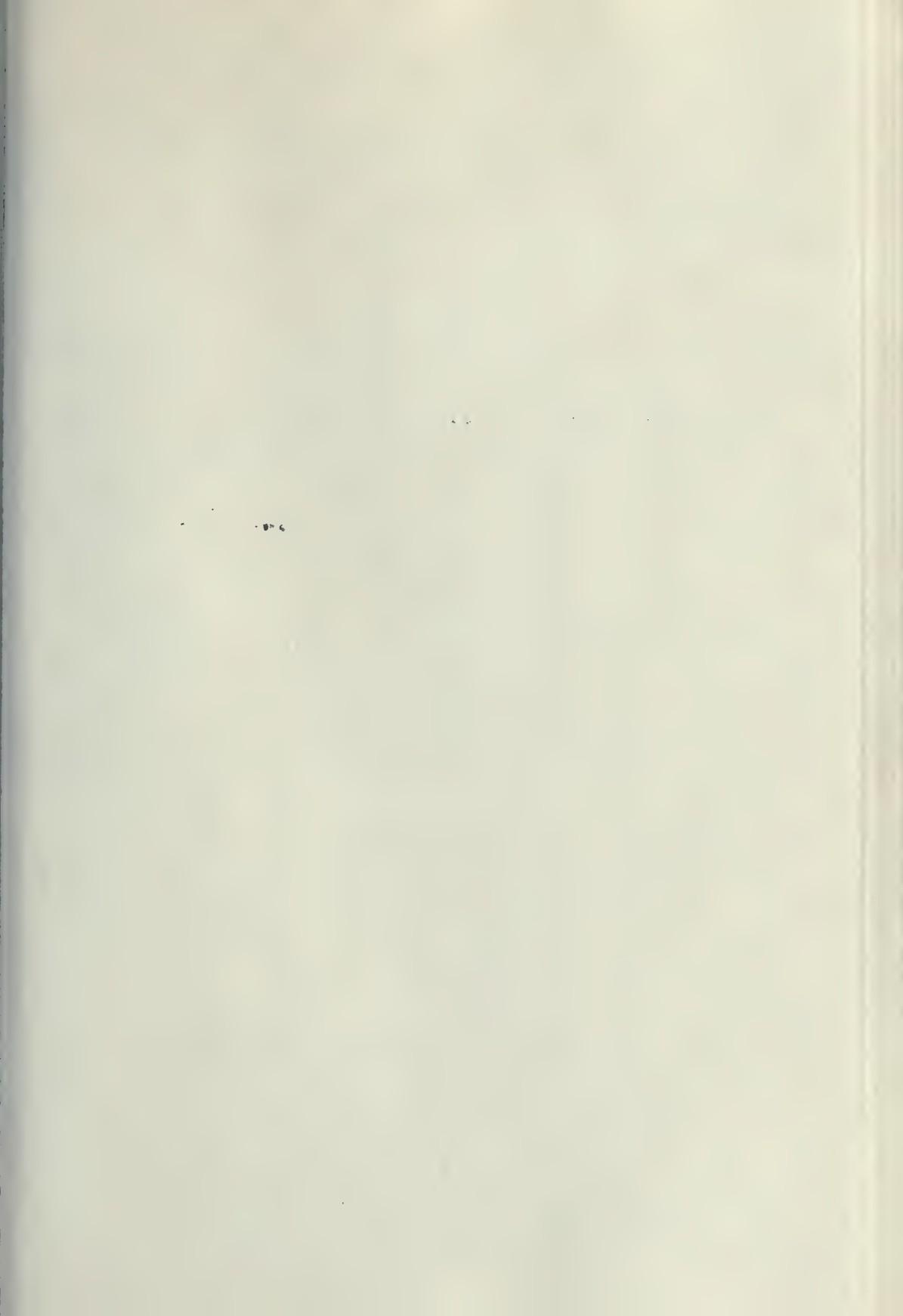
Short title

**69.** The short title of this Act is the *Education Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

JULY 7, 1982

CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the Education Act

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*1st Reading*

April 8th, 1982

*2nd Reading*

June 23rd, 1982

*3rd Reading*

July 6th, 1982

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THE HON. B. M. STEPHENSON  
Minister of Education and Minister of  
Colleges and Universities

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**BILL 60**

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*Mr. Ashe*

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**2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982**

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**An Act to provide for the Institution of Complaints for Certain  
Assessments made in the Year 1981 in the City of Toronto**

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**THE HON. G. L. ASHE  
Minister of Revenue**

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**TORONTO**

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Woolly-necked Pheasant  
♀ (♀) (♀)

# BILL 60

## 1982

### An Act to provide for the Institution of Complaints for Certain Assessments made in the Year 1981 in the City of Toronto

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.** Each owner or tenant, as the case may be, who on the 12th day of January, 1982, owned or occupied real property the assessed value of which was shown on the assessment roll for the City of Toronto returned on the 22nd day of December, 1981 under an assessment roll number set out in the Schedule hereto is deemed to have given to the proper regional registrar of the Assessment Review Court a notice in writing referred to in subsections 39 (1) and (3) of the *Assessment Act* that such owner or tenant, as the case may be, considers himself aggrieved as having been assessed too high with respect to the real property the assessment of which is shown in such assessment roll under the assessment roll number set out in the Schedule hereto.

Complaints  
deemed  
instituted

R.S.O. 1980,  
c. 31

**2.** The Minister of Revenue shall, as soon as is reasonably practicable after the coming into force of this Act or of a regulation made under this Act, transmit to the proper regional registrar of the Assessment Review Court the names and addresses shown in the property assessment records of the Ministry of Revenue for all persons deemed by section 1 or a regulation under this Act to have given notice in writing under section 1.

Minister  
to provide  
complainants'  
addresses

**3.** The assessment commissioner for the City of Toronto, as soon as is reasonably practicable after the coming into force of this Act, shall inform in writing by ordinary mail each person deemed by section 1 or by a regulation made under this Act to have given notice in writing under section 1 of that person's entitlement under this Act to have his assessment (the assessment roll number of which is shown in the Schedule hereto or in a regulation made under this Act) heard and disposed of by the Assessment Review Court.

Complainant  
to be  
informed

R.S.O. 1980,  
c. 31  
to apply to  
complaints

R.S.O. 1980,  
c. 31

**4.** Where a notice in writing is deemed to have been given under section 1 or by a regulation made under this Act, each owner or tenant, as the case may be, of real property who is deemed to have given such notice may have the complaint that he is so deemed to have made concerning his assessment dealt with and disposed of by the Assessment Review Court, and by any court or tribunal on appeal, as though he had properly instituted the complaint under subsection 39 (3) of the *Assessment Act*, and the provisions of that Act respecting complaints and appeals apply.

Interpre-  
tation

**5.** Any word or expression in this Act that is defined in the *Assessment Act* has the same meaning herein as in the *Assessment Act*.

Conflict

**6.** Where the provisions of this Act conflict with those of the *Assessment Act* in any matter relating to the institution or procedure respecting complaints or appeals under the *Assessment Act*, the provisions of this Act prevail.

Property  
omitted from  
Schedule

**7.** Where it is shown to the satisfaction of the Minister of Revenue that, in respect of a parcel of real property the assessment roll number of which is not shown in the Schedule hereto,

- (a) its assessed value on the assessment roll returned for the City of Toronto on the 22nd day of December, 1981 for taxation in the year 1982 is higher than its assessed value for taxation in the year 1981; and
- (b) such parcel was assessed for taxation in the year 1982 as residential property containing fewer than seven separately assessed residential units; and
- (c) the increase in assessed value of such parcel for taxation in the year 1982 over its assessed value for taxation in the year 1981 is the result of alterations affecting its value that are substantially of the same type and character as those that took place for the majority of parcels of real property the assessment roll numbers of which are shown in the Schedule hereto and is not the result of the application of subsection 65 (3) of the *Assessment Act*,

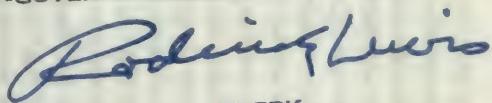
the Minister of Revenue may make regulations providing that the owner or tenant, as the case may be, of such parcels so omitted from the Schedule hereto shall be deemed to have given the notice in writing described in section 1, and the regulation shall specify the roll number of such parcel as shown in the assessment roll returned for the City of Toronto on the 22nd day of December, 1981, and upon the filing of the regulation, this Act

applies to and in respect of such parcel to the same extent and as fully as if the assessment roll number thereof were included in the Schedule hereto.

**8.** This Act comes into force on the day it receives Royal Assent. Commencement

**9.** The short title of this Act is the *City of Toronto 1981 Assessment Complaints Act, 1982.* Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 7, 1982



CLERK  
LEGISLATIVE ASSEMBLY

## SCHEDULE

011 180 007-00 0000	011 210 018-00 0000	011 240 145-00 0000	011 240 159-00 0000	011 260 044-00 0000
011 260 056-00 0000	011 260 084-00 0000	011 270 071-00 0000	011 390 024-00 0050	011 410 005-00 0000
011 410 008-00 0000	011 440 027-00 0000	011 450 019-00 0000	011 500 052-00 0000	011 500 076-00 0000
011 500 098-00 0000	011 530 025-00 0000	011 540 009-00 0000	011 600 034-00 0000	011 790 027-00 0000
012 010 009-00 0000	012 310 019-00 0000	012 330 016-00 0000	012 370 014-50 0000	012 490 016-00 0000
012 510 028-00 0000	012 520 036-00 0000	012 540 052-00 0000	012 690 040-00 0000	013 020 070-00 0000
013 120 005-00 0000	013 270 074-00 0000	013 270 075-00 0000	013 330 001-00 0000	013 360 008-00 0000
013 400 018-00 0000	013 580 036-00 0000	013 740 019-00 0000	014 030 011-00 0000	014 090 029-00 0000
014 090 032-00 0000	014 110 014-00 0000	014 120 016-00 0000	014 170 060-00 0000	014 170 073-00 0000
014 200 031-00 0000	021 030 002-00 0000	021 30 003-00 0000	021 040 011-00 0000	021 040 017-00 0000
021 040 018-00 0000	021 050 010-00 0000	021 080 027-00 0000	021 080 028-00 0000	021 090 037-00 0000
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021 120 011-00 0000	021 120 026-00 0000	021 120 027-00 0000	021 130 066-00 0000	021 170 002-00 0000
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103 090 082-00 0000	103 090 084-00 0000	103 090 087-00 0000	103 090 094-00 0000	103 090 099-00 0000
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103 110 048-00 0000	103 120 002-00 0000	103 120 011-00 0000	103 120 014-00 0000	103 120 029-00 0000
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103 130 063-00 0000	103 150 007-00 0000	103 160 014-00 0000	103 160 037-00 0000	103 170 070-00 0000
103 160 005-00 0000	103 160 007-00 0000	103 180 044-00 0000	103 190 016-00 0000	103 190 048-00 0000
103 190 055-00 0000	103 190 057-00 0000	103 190 069-00 0000	103 190 073-00 0000	103 220 053-00 0000
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103 230 106-00 0000	103 240 012-00 0000	103 240 022-00 0000	103 250 037-00 0000	103 260 017-00 0000
103 270 018-00 0000	103 280 043-00 0000	103 280 052-00 0000	103 300 019-00 0000	103 330 018-00 0000
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103 470 009-00 0000	103 480 004-00 0000	103 460 024-00 0000	103 480 037-00 0000	103 490 007-00 0000
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116	130	007-00	0000	116	130	024-00	0000	116	120	062-00	0000
116	430	029-00	0000	116	500	016-00	0000	116	140	031-00	0000

An Act to provide for the Institution of  
Complaints for Certain Assessments made  
in the Year 1981 in the City of Toronto

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*1st Reading*

April 13th, 1982

*2nd Reading*

May 25th, 1982

*3rd Reading*

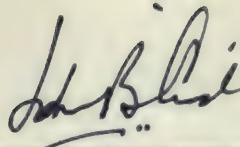
May 25th, 1982

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THE HON. G. L. ASHE  
Minister of Revenue

BILL 62



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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend the  
Municipal Boundary Negotiations Act, 1981

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 62

1982

**An Act to amend the Municipal Boundary  
Negotiations Act, 1981**

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Section 24 of the *Municipal Boundary Negotiations Act, 1981*, <sup>s. 24,</sup> <sup>amended</sup> being chapter 70, is amended by adding thereto the following subsections:

(3) A municipality that has filed an application under section 14 of the *Municipal Act* with the Municipal Board prior to the 1st day of February, 1982, may, at any time before the Board has made an order finally determining the matter, and subject to such order as to costs as the Board may make, withdraw the application.

(4) Where an application is withdrawn under subsection (3), <sup>Idem</sup> any notice of objection to a decision of the Board made in respect of that application that is filed under subsection 14 (20) of the *Municipal Act* shall be deemed to be also withdrawn.

2. This Act shall be deemed to have come into force on the 1st day of February, 1982.
3. The short title of this Act is the *Municipal Boundary Negotiations Amendment Act, 1982*. <sup>Short title</sup>

ASSENTED TO BY LIEUTENANT-GOVERNOR JULY 7 1982

CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the  
Municipal Boundary Negotiations Act, 1981

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*1st Reading*

April 15th, 1982

*2nd Reading*

June 29th, 1982

*3rd Reading*

July 7th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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**BILL 84**

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*[Handwritten signature]*

2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Highway Traffic Act**

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THE HON. J. W. SNOW  
Minister of Transportation and Communications

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 84

1982

## An Act to amend the Highway Traffic Act

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Section 6 of the *Highway Traffic Act*, being chapter 198 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:

6.—(1) In this Part,

Interpre-  
tation

- (a) “CAVR cab card” means a permit issued by the Ministry pursuant to the Canadian Agreement on Vehicle Registration;
- (b) “holder”, when used in relation to a permit, means the person in whose name the plate portion of a permit is issued;
- (c) “lessee” means a person who has leased a vehicle for a period of not less than one year;
- (d) “number”, when used in relation to a permit or plate means a number, a series of letters or a combination of letters and numbers, and “numbered”, when so used, has a corresponding meaning;
- (e) “permit” means a permit issued under subsection 7 (3) consisting, except when the permit is a CAVR cab card, of a vehicle portion and a plate portion;
- (f) “police officer” includes an officer appointed for carrying out the provisions of this Act;
- (g) “prescribed” means prescribed by the regulations;
- (h) “validate” means render in force for the prescribed period of time and “validation” and “validated” have corresponding meanings.

Person  
authorized  
by Minister

s. 7 (1),  
re-enacted

Permit, etc.,  
required

s. 7,  
amended

Exemption for  
subs. (1) (b, c)

Permit for  
trailer

Permit to  
be carried

Idem

(2) Where, in this Part, it is specified that an act may be done by the Ministry, it may be done by a person authorized by the Minister to do the act.

**2.—(1)** Subsection 7 (1) of the said Act is repealed and the following substituted therefor:

(1) No person shall drive a motor vehicle on a highway unless,

(a) there exists a currently validated permit for the vehicle;

(b) there are displayed on the vehicle, in the prescribed manner, number plates issued in accordance with the regulations showing the number of the permit issued for the vehicle; and

(c) there is affixed to a number plate displayed on the vehicle, in the prescribed manner, evidence of the current validation of the permit.

(2) Section 7 of the said Act is amended by adding thereto the following subsections:

(2a) Clauses (1) (b) and (c) do not apply in respect of a motor vehicle for which the permit is a CAVR cab card.

(2b) No person shall draw a trailer on a highway unless,

(a) there exists a permit for the trailer; and

(b) there is displayed on the trailer, in the prescribed manner, a number plate showing the number of the permit issued for the trailer.

(2c) Subject to subsection (2d), every driver of a motor vehicle on a highway shall carry,

(a) the permit for it or a true copy thereof; and

(b) where the motor vehicle is drawing a trailer, the permit for the trailer or a true copy thereof,

and shall surrender the permits or copies for inspection upon the demand of a police officer.

(2d) Where a permit is a CAVR cab card, the requirements of subsection (2c) apply to the original permit and not to a copy and to the permit from the jurisdiction that issued the number plates for the vehicle.

(3) Subsection 7 (3) of the said Act is repealed and the following <sup>s. 7 (3),  
re-enacted</sup> substituted therefor:

(3) The Ministry may issue a permit of any prescribed class, <sup>Issuance of  
permits and  
number plates</sup> number plates and evidence of validation to any person who <sup>number plates</sup> meets the requirements of this Act and the regulations.

(3a) The Ministry may authorize number plates in an applicant's possession for use on a vehicle. <sup>Use of  
plates</sup>

(3b) Validation of a permit may be refused where the permit holder is indebted to the Treasurer of the Province of Ontario in respect of a vehicle-related fee or tax. <sup>Refusal to  
validate</sup>

(3c) Where a person is in default of payment of a fine or part thereof imposed for a parking infraction associated with his permit, an order may be made under subsection 70 (2) of the *Provincial Offences Act* directing that the permit not be renewed by validation until the fine is paid. <sup>Idem  
R.S.O. 1980,  
c. 400</sup>

(4) Clause 7 (14) (c) of the said Act is amended by inserting after "time" in the first line "or the method of determining the period of time". <sup>s. 7 (14) (c),  
amended</sup>

(5) Clause 7 (14) (d) of the said Act is repealed and the following <sup>s. 7 (14) (d),  
re-enacted</sup> substituted therefor:

(d) prescribing fees for the issuance, validation and replacement of permits and number plates and of evidence of validation of permits and for any additional administrative proceedings arising therefrom;

(da) governing the manner of displaying number plates on motor vehicles and trailers or any class or type of either of them.

(6) Clause 7 (14) (e) of the said Act is amended by striking out "and trailers" in the fourth line. <sup>s. 7 (14) (e),  
amended</sup>

(7) Clauses 7 (14) (f) and (g) of the said Act are repealed and the following substituted therefor. <sup>s. 7 (14) (f, g),  
re-enacted</sup>

(f) respecting permits and number plates for use, on a temporary basis, on motor vehicles or trailers in the possession of,

- (i) vehicle manufacturers,
- (ii) vehicle dealers, or

(iii) persons in the business of repairing, customizing, modifying or transporting vehicles,

where the vehicles are not kept for private use or for hire and prescribing conditions under which such vehicles may be operated on the highway;

(g) classifying persons and vehicles and exempting any class of person or any class of vehicle from any requirement in this Part or any regulation made under this Part and prescribing conditions for any such exemptions;

(h) requiring the surrender of number plates;

(i) classifying permits, providing for the issuing or validating of any class of permit and the requirements therefor and for the issuing of number plates and evidence of validation and the requirements therefor;

(j) prescribing requirements for the purposes of subsections 10 (3) and (4).

s. 7 (15, 16),  
repealed

(8) Subsections 7 (15) and (16) of the said Act are repealed.

s. 10,  
re-enacted

**3.** Section 10 of the said Act is repealed and the following substituted therefor:

10.—(1) Upon the holder of a permit ceasing to be the owner or lessee of the motor vehicle or trailer referred to in the permit, he shall,

(a) remove his number plates from the vehicle;

(b) on the delivery of the vehicle to the new owner or the lessor, give the vehicle portion of the permit to the new owner or lessor, as the case may be; and

(c) retain the plate portion of the permit.

Re-issue of  
permit

(2) Every person shall, within six days after becoming the owner of a motor vehicle or trailer for which a permit has been issued, apply to the Ministry, on the form provided therefor, for a new permit for the vehicle.

Temporary  
use of  
plates

(3) Notwithstanding section 12, a person to whom number plates have been issued under subsection 7 (3) for a vehicle he no longer owns or leases may affix the number plates to a similar class of vehicle that he owns or leases where he does so in accordance with the prescribed requirements.

(4) Notwithstanding section 7, a person may drive a motor vehicle or draw a trailer on a highway during the six day period referred to in subsection (2) where he complies with the prescribed requirements.

**4. Section 11 of the said Act is repealed.**

s. 11,  
repealed

**5.—(1) Clauses 12 (1) (a), (b), (c) and (d) of the said Act are repealed** s. 12 (1) (a-d),  
and the following substituted therefor: re-enacted

- (a) defaces or alters any number plate or evidence of validation furnished by the Ministry;
- (b) uses or permits the use of a defaced or altered number plate or evidence of validation;
- (c) without the authority of the permit holder, removes a number plate from a motor vehicle or trailer;
- (d) uses or permits the use of a number plate upon a vehicle other than a number plate authorized for use on that vehicle;
- (e) uses or permits the use of evidence of validation upon a number plate displayed on a motor vehicle other than evidence of validation furnished by the Ministry in respect of that motor vehicle; or
- (f) uses or permits the use of a number plate or evidence of validation other than in accordance with this Act and the regulations,

**(2) Subsection 12 (2) and subsection (3), as re-enacted by section 196 of the Revised Statutes of Ontario, 1980, of the said Act are repealed.** s. 12 (2, 3),  
repealed

**6. Section 14 of the said Act is repealed and the following substituted** s. 14,  
therefor: re-enacted

**14.—(1) Where a police officer has reason to believe that,**

Improper  
number  
plate

- (a) a number plate attached to a motor vehicle or trailer,
  - (i) has not been authorized under this Act for use on that vehicle, or
  - (ii) was obtained by false pretences; or

(b) evidence of the validation of a permit displayed on a motor vehicle,

(i) was not furnished under this Act in respect of that motor vehicle, or

(ii) was obtained by false pretences,

the officer may take possession of the number plate and retain it until the facts in respect of the number plate or evidence of validation have been determined.

Invalid  
cab card

(2) Where a police officer has reason to believe that a CAVR cab card produced by a driver as being the permit for the motor vehicle,

(a) was not furnished in accordance with this Act for that motor vehicle; or

(b) has been cancelled,

the officer may take possession of the CAVR cab card and retain it until the facts in respect of the card have been determined.

s. 15 (1),  
amended

7.—(1) Subsection 15 (1) of the said Act is amended by striking out “sections 7 and 10” in the first line and inserting in lieu thereof “section 7”.

s. 15 (2),  
amended

(2) Subsection 15 (2) of the said Act is amended by striking out “sections 7 and 10” in the second line and inserting in lieu thereof “section 7”.

s. 15 (3),  
amended

(3) Subsection 15 (3) of the said Act is amended by striking out “sections 7 and 10” in the first line and inserting in lieu thereof “section 7”.

s. 15 (4),  
amended

(4) Subsection 15 (4) of the said Act is amended by striking out “sections 7 and 10” in the first line and inserting in lieu thereof “section 7”.

s. 15 (5),  
re-enacted

(5) Subsection 15 (5) of the said Act is repealed and the following substituted therefor:

Regulations

(5) The Lieutenant Governor in Council may make regulations providing for the temporary exemption of vehicles or any class thereof from section 7 or any provision thereof.

s. 34,  
amended

8. Section 34 of the said Act is amended by striking out “registered” in the third line and in the sixth line.

s. 73,  
repealed

9. Section 73 of the said Act is repealed.

- 10.** Subsections 104 (2) and (3) of the said Act are repealed. s. 104 (2, 3).  
repealed
- 11.** Section 171 of the said Act is amended by striking out "registered" s. 171,  
amended
- 12.** Section 181 of the said Act is amended by adding thereto the s. 181,  
amended
- following subsection:
- (3) For the purposes of this Act, the holder of a permit as defined in section 6 shall be deemed to be the owner of the vehicle referred to in the permit if a number plate bearing a number that corresponds to the permit was displayed on the vehicle at the time an offence was committed unless the number plate was displayed thereon without his consent, the burden of proof of which shall be on the holder. Permit  
holder  
deemed  
owner
- 13.—(1)** A permit issued under Part II of the *Highway Traffic Act* before the 1st day of December, 1982 shall be deemed to be a permit within the meaning of clause 6 (1) (e) of the *Highway Traffic Act* as re-enacted by section 1 of this Act. Extended  
definition  
of permit
- (2) Notwithstanding clauses 10 (1) (b) and (c) of the *Highway Traffic Act*, where a person who is the holder of a permit referred to in subsection (1), ceases to be the owner of a motor vehicle or trailer referred to in the permit, he shall give the permit to the new owner. Non-  
application  
of s. 10 (1)  
(b, c) of  
R.S.O. 1980,  
c. 198
- 14.** This Act comes into force on a day to be named by proclamation of the Lieutenant Governor. Commence-  
ment
- 15.** The short title of this Act is the *Highway Traffic Amendment Act*, 1982. Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR

JUNE 25, 1982

Roderick Lewis

CLERK  
LEGISLATIVE ASSEMBLY

1968-2-10 1968



An Act to amend the  
Highway Traffic Act

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*1st Reading*

April 20th, 1982

*2nd Reading*

June 14th, 1982

*3rd Reading*

June 25th, 1982

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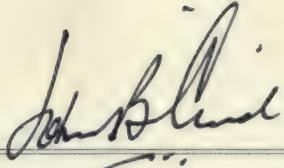
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THE HON. J. W. SNOW  
Minister of Transportation  
and Communications

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**BILL 91**



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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to revise the Municipal Interest and Discount  
Rates Act, 1981**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO

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**BILL 91****1982**

**An Act to revise the Municipal Interest  
and Discount Rates Act, 1981**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

- (a) “authorized period” means the fourteen-day period immediately preceding the day the relevant by-law is passed;
- (b) “bank” means a bank named in Schedule A to the *Bank Act* (Canada); 1980-81,  
c. 40 (Can.)
- (c) “municipality” means a municipality as defined in the *Municipal Affairs Act* and a metropolitan, regional or district municipality or the County of Oxford and any local board thereof; R.S.O. 1980,  
c. 303
- (d) “overdue payment” includes any payment to be made to a municipality in respect of,
  - (i) overdue taxes owing to the municipality,
  - (ii) overdue amounts owing to the municipality pursuant to a levy or requisition made by that municipality upon another municipality,
  - (iii) overdue amounts owing to the municipality by another municipality to be applied towards outstanding indebtedness of the municipality, and
  - (iv) overdue amounts owing to the municipality by another municipality for the supply of water or some other service by the first-mentioned municipality to the other municipality;

- (e) "prime rate" means the lowest rate of interest quoted by a bank to its most credit-worthy borrowers for prime business loans;
- (f) "prime rate percentage" means the prime rate of the bank that has the highest prime rate on the relevant day expressed as a percentage only, without the addition of the words "per annum". 1981, c. 26, s. 1, *amended*.

## Application

**2.** Sections 3 and 4 apply only where, under any general or special Act, a municipality is authorized or required to charge interest on overdue payments or to allow a discount for payments made in advance of their due date and where a municipality is authorized or required,

- (a) to charge interest on overdue payments, the municipality may charge interest in accordance with section 3 in lieu of charging interest in accordance with such other Act; and
- (b) to allow a discount for payments made in advance of the due date, the municipality may allow a discount in accordance with section 4 in lieu of allowing a discount in accordance with such other Act,

notwithstanding that the interest charged or the discount allowed is at a rate that is higher or lower than the rate authorized or required to be charged under such other Act. 1981, c. 26, s. 2.

Alternate  
interest  
rate

**3.—(1)** A municipality may, by by-law, provide that the interest payable on overdue payments shall be at the rate specified in the by-law, which rate shall not exceed the prime rate of the bank that has the highest prime rate on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the by-law, plus 1½ per cent per annum. 1981, c. 26, s. 3 (1), *amended*.

## Idem

(2) A by-law passed in any year under subsection (1) in respect of interest payable on overdue payments,

- (a) may not be amended so as to specify an interest rate that is higher than the interest rate that was originally specified in the by-law;
- (b) may provide for interest to be added to overdue payments at the rate set out in the by-law only until the earlier of,
  - (i) the day a by-law in respect of interest payable on overdue payments comes into force in the next following year, or

- (ii) the 31st day of March in the next following year;  
and
  - (c) may be made applicable to overdue payments or any class or classes thereof, that are overdue on the day this Act comes into force or that thereafter become overdue. 1981, c. 26, s. 3 (2), *amended*.
- (3) Notwithstanding clause (2) (b), a by-law may be passed <sup>Idem</sup> under subsection (1) in December of any year to provide that it shall come into force on a specified day in the next following year prior to the 31st day of March and that the interest rate specified in the by-law shall be added to overdue payments from the day the by-law comes into force in that year until,
- (a) the day in the year next following that year that a by-law in respect of interest payable on overdue payments comes into force; or
  - (b) the 31st day of March in the year next following that year,
- whichever is earlier.
- (4) A by-law authorized by subsection (3) shall not specify a <sup>Limitation</sup> day that is prior to the 1st day of December for purposes of establishing the maximum interest rate that may be specified in the by-law. *New*.
- (5) For the purposes of subsection (1), where a municipality is authorized by any general or special Act to fix a monthly interest rate to be added to overdue payments for each month or fraction of a month during which the payment remains unpaid, the interest rate specified in a by-law passed under subsection (1) shall not exceed one-twelfth of the prime rate percentage on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the by-law plus one-eighth of 1 per cent per month. 1981, c. 26, s. 3 (3), *amended*.

(6) This section does not apply to any penalty for non-payment of taxes imposed under subsection 386 (3) or (4) of the *Municipal Act*. 1981, c. 26, s. 3 (4).

**4.—(1)** A municipality may, by by-law, provide that the discount rate on payments made to it in advance of their due date shall be at such rate as is specified in the by-law, which rate shall not exceed the prime rate of the bank that has the highest prime rate on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the

<sup>Monthly  
interest  
rate</sup>

<sup>Application  
R.S.O. 1980,  
c. 302</sup>

<sup>Alternate  
discount  
rate</sup>

by-law, plus 1½ per cent per annum. 1981, c. 26, s. 4 (1), *amended*.

**Idem** (2) A by-law passed in any year under subsection (1) in respect of discounts allowed on advance payments,

(a) may not be amended so as to specify a discount rate that is lower than the discount rate that was originally specified in the by-law;

(b) may provide for discounts to be allowed on advance payments at the rate set out in the by-law only until the earlier of,

(i) the day a by-law in respect of discount rates comes into force in the next following year, or

(ii) the 31st day of March in the next following year; and

(c) may be made applicable to advance payments or any class or classes thereof, made in respect of payments that become due after the day this Act comes into force whether the advance payment was or is made before or after that day. 1981, c. 26, s. 4 (2), *amended*.

**Idem** (3) Notwithstanding clause (2) (b), a by-law may be passed under subsection (1) in December of any year to provide that it shall come into force on a specified day in the next following year prior to the 31st day of March and that the discount rate specified in the by-law shall be allowed from the day the by-law comes into force in that year until,

(a) the day in the year next following that year that a by-law in respect of discount rates allowable on payments in advance comes into force; or

(b) the 31st day of March in the year next following that year,

whichever is earlier.

**Limitation** (4) A by-law authorized by subsection (3) shall not specify a day that is prior to the 1st day of December for purposes of establishing the maximum discount rate that may be specified in the by-law. *New*.

**Application** (5) This section does not apply to discounts or interest allowed for taxes paid in advance under subsection 386 (5) of the *Municipal Act*. 1981, c. 26, s. 4 (3).

**5.—(1)** In lieu of imposing a percentage charge as a penalty Application for non-payment of taxes under subsection 386 (3) or (4) of the *Municipal Act* or allowing a discount or interest for advance R.S.O. 1980, payment of taxes under subsection 386 (5) of that Act, a municipality c. 302 may impose penalties and allow discounts or interest in accordance with this section. 1981, c. 26, s. 5 (1).

(2) A municipality may, by by-law, impose a percentage charge as a penalty for non-payment of taxes or any class or instalment thereof not exceeding one-twelfth of the prime rate percentage on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the by-law, plus one-eighth of 1 per cent and the by-law shall provide that the percentage charge shall be imposed on the first day of default and on the first day of each calendar month thereafter in which default continues, but not after the end of the year in which the taxes are levied. 1981, c. 26, s. 5 (2). Alternate  
penalty for  
non-payment  
of taxes

(3) As an alternative to a by-law passed under subsection (2), Idem the municipality may, by by-law, impose a percentage charge as a penalty for non-payment of taxes or all or any class or instalment thereof not exceeding the prime rate of the bank that has the highest prime rate on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the by-law, plus 1½ per cent per annum from the date payment is due until it is made or until the 31st day of December of the year in which the taxes were levied, whichever is earlier. 1981, c. 26, s. 5 (3), *amended*.

(4) The municipality may, by by-law, authorize the treasurer Alternate or collector to receive in any year payments on account of taxes discount or for that year in advance of the day that may be fixed by by-law interest on payment in advance for the payment of any instalment of such taxes and,

(a) to allow a discount on any taxes so paid in advance at a rate not exceeding the prime rate of the bank having the highest prime rate on the day the by-law is passed or, alternatively, on such other day within the authorized period as is specified in the by-law, plus 1½ per cent per annum and may allow interest at a rate not exceeding the aforementioned maximum rate on account of taxes so paid in advance for any portion of the period for which no discount is allowed; or

(b) to allow interest on taxes paid in advance of the day fixed by by-law for the payment of any instalment of such taxes at a rate not exceeding the prime rate of the bank having the highest prime rate on the day the by-law is passed or, alternatively, on such other day within

the authorized period as is specified in the by-law, plus 1½ per cent per annum,

notwithstanding that the taxes for such year have not been levied or that the assessment roll on which such taxes are to be fixed and levied has not been revised and certified by the Assessment Review Court when any such advance payment is made. 1981, c. 26, s. 5 (4), *amended*.

**Application** (5) Subject to subsections (6) and (7), a by-law passed under this section applies only to taxes levied in the year in which it was passed. 1981, c. 26, s. 5 (5), *amended*.

**By-law for next following year** (6) A by-law may be passed under subsection (2), (3) or (4) in December of any year to provide that it shall come into effect on a specified day in the next following year and that it shall apply to taxes to be levied in the next following year.

**Idem** (7) A by-law authorized by subsection (6) shall not specify a day that is prior to the 1st day of December for purposes of establishing the maximum percentage charge or discount or interest rate that may be imposed or allowed by the by-law. *New*.

**Amendments to by-law** (8) A by-law passed,  
 (a) under subsection (2) or (3) may not be amended so as to specify a percentage charge that is higher than the percentage charge originally specified in the by-law;  
 (b) under clause (4) (a) may not be amended so as to specify a discount rate that is lower than the discount rate originally specified in the by-law; and  
 (c) under clause (4) (b) may not be amended so as to specify an interest rate that is lower than the interest rate originally specified in the by-law. 1981, c. 26, s. 5 (7), *amended*.

**Publication** (9) Where a by-law passed by a municipality under subsection (2), (3) or (4) is amended so as to change the percentage charge or discount or interest rate set out in the by-law, notice of the new charge or rate shall be given by having it published in a newspaper that in the opinion of the clerk has general circulation in the municipality and notice of the new charge or rate shall not be required to be given in accordance with subsection 386 (6) of the *Municipal Act* and the amending by-law setting out the new percentage charge or discount or interest rate comes into effect on the 1st day of the month next following the month in which notice of the new charge or rate was published, or on such other

day following the day the notice was published as may be specified in the amending by-law.

(10) Notice of a percentage charge or discount or interest rate, *Idem* whether given under subsection (9) or under subsection 386 (6) of the *Municipal Act*, may be given at any time on or after the day *R.S.O. 1980,* *c. 302* of the passing of the by-law authorizing the percentage charge or discount or interest rate notwithstanding that the by-law provides that it will not come into force until a date subsequent to its passing. *New.*

(11) Where in any Act there is a reference to subsection 386 *References in other Acts* (3), (4) or (5) of the *Municipal Act* and where a by-law has been passed under this section, the reference to the said subsection (3), (4) or (5) shall be deemed to be a reference to subsection (2), (3) or (4), respectively, of this section. *1981, c. 26, s. 5 (8).*

**6.**—(1) A local municipality may pass by-laws to provide for *Interest on overpayments* paying to persons to whom overpayments are refunded under subsection 36 (6) of the *Assessment Act*, interest on the overpayments at such rate as the council may determine and different rates may be paid for different successive periods from the day the overpayments were made or such other day as may be set out in the by-law until the day they were refunded or such other day as may be set out in the by-law. *R.S.O. 1980, c. 31*

(2) Any portion of interest paid under subsection (1) that is attributable to a portion of an overpayment levied by the local municipality for some other body shall be charged back to that other body and the remaining portion of the interest shall be charged to the general funds of the local municipality. *Charge back*

(3) A by-law passed under subsection (1) may be made applicable to overpayments that were made prior to the passing of the by-law. *Retrospective effect*

(4) A by-law passed under subsection (1) may be made applicable to overpayments made prior to the coming into force of this Act. *New.* *Idem*

**7.** The *Municipal Interest and Discount Rates Act, 1981*, *Repeal* being chapter 26, is repealed.

**8.** This Act comes into force on the day it receives Royal *Commencement* Assent.

**9.** The short title of this Act is the *Municipal Interest and Short title Discount Rates Act, 1982.*

~~DOCUMENTED AND SWORN TO BY THE LIEUTENANT-GOVERNOR~~ NOV. 18, 1982

*Roderick Lewis*  
CLERK  
LEGISLATIVE ASSEMBLY





An Act to revise the Municipal  
Interest and Discount Rates Act, 1981

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*1st Reading*

April 29th, 1982

*2nd Reading*

October 21st, 1982

*3rd Reading*

November 2nd, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend  
**The District of Parry Sound Local Government Act, 1979**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

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BILL 92

1982

**An Act to amend The District of Parry Sound Local Government Act, 1979**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.** *The District of Parry Sound Local Government Act, 1979*, being ss. 12a, 12b,  
chapter 61, is amended by adding thereto the following sections: enacted  
ss. 12c,

12a.—(1) For the regular election to be held in 1982 and for Division of  
all elections thereafter, the Township of The Archipelago, incor- Township  
porated by Minister's Order under section 12, is divided into the into Wards  
following wards:

WARD 1—POINTE AU BARIL STATION—which shall comprise that part of the former Township of Georgian Bay North Archipelago commencing at the intersection of the northerly boundary of the Township of Georgian Bay North Archipelago and the centre line of the road allowance between lots 40 and 41 in Concession XIV of the geographic Township of Harrison;

Thence southerly along the centre line of the said road allowance to the southerly limit of Concession VI;

Thence easterly along that southerly limit to the centre line of the road allowance between lots 35 and 36 in the said Township;

Thence southerly along the centre line of the said road allowance to Georgian Bay;

Thence southeasterly following the middle of the waters east of Barclay Island and north of Ozone Island, Oliver Island and Hearts Content to the centre line of the road allowance between concessions II and III of the Township of Harrison;

Thence easterly along the centre line of the said road allowance to the centre line of the Canadian Pacific Railway's right of way;

Thence southerly along that centre line of Railway to the north-easterly limit of the Shawanaga Indian Reserve No. 17;

Thence easterly along the southerly boundary of the Township of Georgian Bay North Archipelago to the easterly boundary of the said Township;

Thence northerly along the easterly boundary of the said Township to the northeasterly angle of the said Township;

Thence westerly along the northerly boundaries of the said Township to the point of commencement.

**WARD 2—BAYFIELD-NARES**—which shall comprise that part of the former Township of Georgian Bay North Archipelago commencing at the intersection of the northerly boundary of the Township of Georgian Bay North Archipelago and the centre line of the road allowance between lots 40 and 41 in Concession XIV of the geographic Township of Harrison;

Thence southerly along the centre line of the said road allowance to the southerly limit of Concession VI of the said Township;

Thence westerly along that southerly limit to the high water mark of the Blanc Bay;

Thence southwesterly along the northerly high water mark of the Blanc Bay and Georgian Bay to Nares Point;

Thence south  $69^{\circ} 08' 20''$  west to the westerly boundary of the Township of Georgian Bay North Archipelago in the middle of Georgian Bay;

Thence northerly along the said westerly boundary to the north-easterly boundary of the said Township;

Thence easterly along the said northerly boundary to the point of commencement.

**WARD 3—POINT AU BARIL-SHAWANAGA**—which shall comprise that part of the former Township of Georgian Bay North Archipelago commencing at the intersection of the southerly limit of Concession VI and the centre line of the road allowance between lots 35 and 36 in the geographic Township of Harrison;

Thence westerly along the southerly limit of the said Concession VI to the high water mark of the Blanc Bay;

Thence southwesterly along the northerly high water mark of the Blanc Bay and Georgian Bay to Nares Point;

Thence south  $69^{\circ} 08' 20''$  west to the westerly boundary of the Township of Georgian Bay North Archipelago in the middle of Georgian Bay;

Thence southerly along the westerly boundary of the said Township to the southerly boundary of the said Township;

Thence easterly along the said southerly boundary being to and along the southerly boundary of the geographic Township of Shawanaga to the easterly boundary of the Township of Georgian Bay North Archipelago;

Thence northerly along the easterly boundary of the said Township to the southerly boundary of the Shawanaga Indian Reserve No. 17;

Thence northerly following the boundaries between the said Township and Indian Reserve No. 17 to the centre line of the Canadian Pacific Railways right of way;

Thence northerly along the said Railway right of way to the centre line of the road allowance between concessions II and III of the geographic Township of Harrison;

Thence westerly along the centre line of the said road allowance to the high water mark of Georgian Bay;

Thence northwesterly following the middle of the waters north of Hearts Content, Oliver Island and Ozone Island and east of Barclay Island to the intersection of the high water mark of Georgian Bay and the centre line of the road allowance between lots 35 and 36 in the said Township of Harrison;

Thence northerly along the centre line of the said road allowance to the point of commencement.

**WARD 4—SANS SOUCI-SOUTH CHANNEL**—which shall comprise that part of the former Township of Georgian Bay South Archipelago commencing at boundary intersection of the southerly boundary of the geographic Township of Conger and the southerly prolongation of the westerly limit of Lot 38 in the said Township;

Thence northerly to and along the westerly limit of Lot 38 in concessions I, II, III and IV in the Township of Conger to the centre line of the road allowance between concessions IV and V;

Thence easterly along the centre line of the said road allowance to the centre line of the road allowance between lots 35 and 36 in the Township of Conger;

Thence northerly along the centre line of the said road allowance to the northerly boundary of the Township of Conger;

Thence westerly along the northerly boundary of the Township of Conger to the easterly boundary of the geographic Township of Cowper;

Thence northerly along the easterly boundary of the Township of Georgian Bay South Archipelago to the northerly boundary of the said Township;

Thence westerly along the northerly boundary of the Township of Georgian Bay South Archipelago to the westerly boundary of the said Township in the middle of Georgian Bay;

Thence southerly along the westerly boundary of the Township of Georgian Bay South Archipelago to the southerly boundary of the said Township;

Thence easterly along the southerly boundary of the Township of Georgian Bay South Archipelago to the point of commencement.

**WARD 5—CRANE-BLACKSTONE**—which shall comprise that part of the former Township of Georgian Bay South Archipelago.

Beginning at the intersection of the northerly boundary of the geographic Township of Conger and the centre line of the road allowance between lots 35 and 36 in the said Township;

Thence southerly along the centre line of the said road allowance to the centre line of the road allowance between concessions VI and VII of the said Township;

Thence easterly along the centre line of the said road allowance to the northerly prolongation of the westerly limit of Lot 22 in Concession VI;

Thence southerly to and along the westerly limit of Lot 22 to the southerly limit of Concession VI;

Thence easterly along the southerly limit of Concession VI to the easterly limit of Lot 10 in the said Concession;

Thence northerly along the easterly limit of Lot 10 in concessions VI to XII, both inclusive, to the northerly boundary of the Township of Conger;

Thence westerly along the northerly boundary of the said Township to the point of commencement.

WARD 6—HEALEY-KAPIKOG—which shall comprise that part of the former Township of Georgian Bay South Archipelago.

Beginning at the intersection of the southerly boundary of the geographic Township of Conger and the southerly prolongation of the westerly limit of Lot 38 in Concession 1 of the said Township;

Thence northerly to and along the westerly limit of Lot 38 in concessions I, II, III and IV to the centre line of the road allowance between concessions IV and V;

Thence easterly along the centre line of the said road allowance to the centre line of the road allowance between lots 35 and 36 in the said Township;

Thence northerly along the centre line of the said road allowance to the centre line of the road allowance between concessions VI and VII of the said Township;

Thence easterly along the centre line of the said road allowance to the northerly prolongation of the westerly limit of Lot 22 in Concession VI;

Thence southerly to and along the westerly limit of Lot 22 to the southerly limit of Concession VI;

Thence easterly along the southerly limit of Concession VI to the easterly limit of Lot 10 in Concession VI;

Thence southerly along the easterly limit of Lot 10 in concessions V and IV to the northerly limit of Concession III;

Thence easterly along the northerly limit of Concession III to the easterly limit of Lot 5 in Concession III;

Thence southerly along the easterly limit of Lot 5 in concessions III and II to the southerly limit of Concession II of the said Township of Conger;

Thence easterly along the southerly limit of Concession II to the northwesterly limit of King's Highway No. 612;

Thence southwesterly along the northwesterly limit of the said King's Highway to the southerly limit of the Township of Conger;

Thence westerly along the southerly boundary of the Township of Georgian Bay South Archipelago to the point of commencement.

Composition  
of council

(2) On and after the 1st day of December, 1982, the council of the Township of The Archipelago shall be composed of a reeve, who shall be elected by general vote of the electors of the Township and shall be the head of the council, and ten members as follows:

1. Two members elected from Ward 1.
2. One member elected from Ward 2.
3. Two members elected from Ward 3.
4. Three members elected from Ward 4.
5. One member elected from Ward 5.
6. One member elected from Ward 6.

Alteration  
of wards,  
etc., by  
O.M.B.  
R.S.O. 1980,  
c. 302

(3) Upon the application of the Township of The Archipelago authorized by a by-law of the council thereof, or upon the petition of electors in accordance with the provisions of section 13 of the *Municipal Act*, the Ontario Municipal Board may, by order,

- (a) divide or redivide the Township into wards, and shall designate the name or number each ward shall bear and shall declare the date when the division or redivision shall take effect;
- (b) alter or dissolve any or all of the wards in the Township and shall declare the date when such alterations or dissolutions shall take effect; or
- (c) vary the composition of the council of the Township,

provided that,

- (d) the reeve of the Township shall continue to be elected by a general vote of the electors and shall be the head of the council.

Stay of  
proceedings  
pending  
completion  
of inquiry

(4) Where the Minister institutes an inquiry into the structure, organization and methods of operation of the Township, he may give notice to the Ontario Municipal Board of such inquiry and that in his opinion any application or applications and any petition or petitions made under subsection (3) should be deferred until the inquiry has been completed and considered, and thereupon all proceedings in any such application are stayed until he gives notice to the Board that they may be continued.

12b. Notwithstanding subsection 46 (2) of the *Municipal Elections Act*, the clerk of the Township may, in order to facilitate voting, direct the establishment of one or more polling places in municipalities directly adjoining the Township or in the Town of Parry Sound.

Establishment  
of polling  
places in  
adjoining  
municipalities  
R.S.O. 1980.  
c. 308

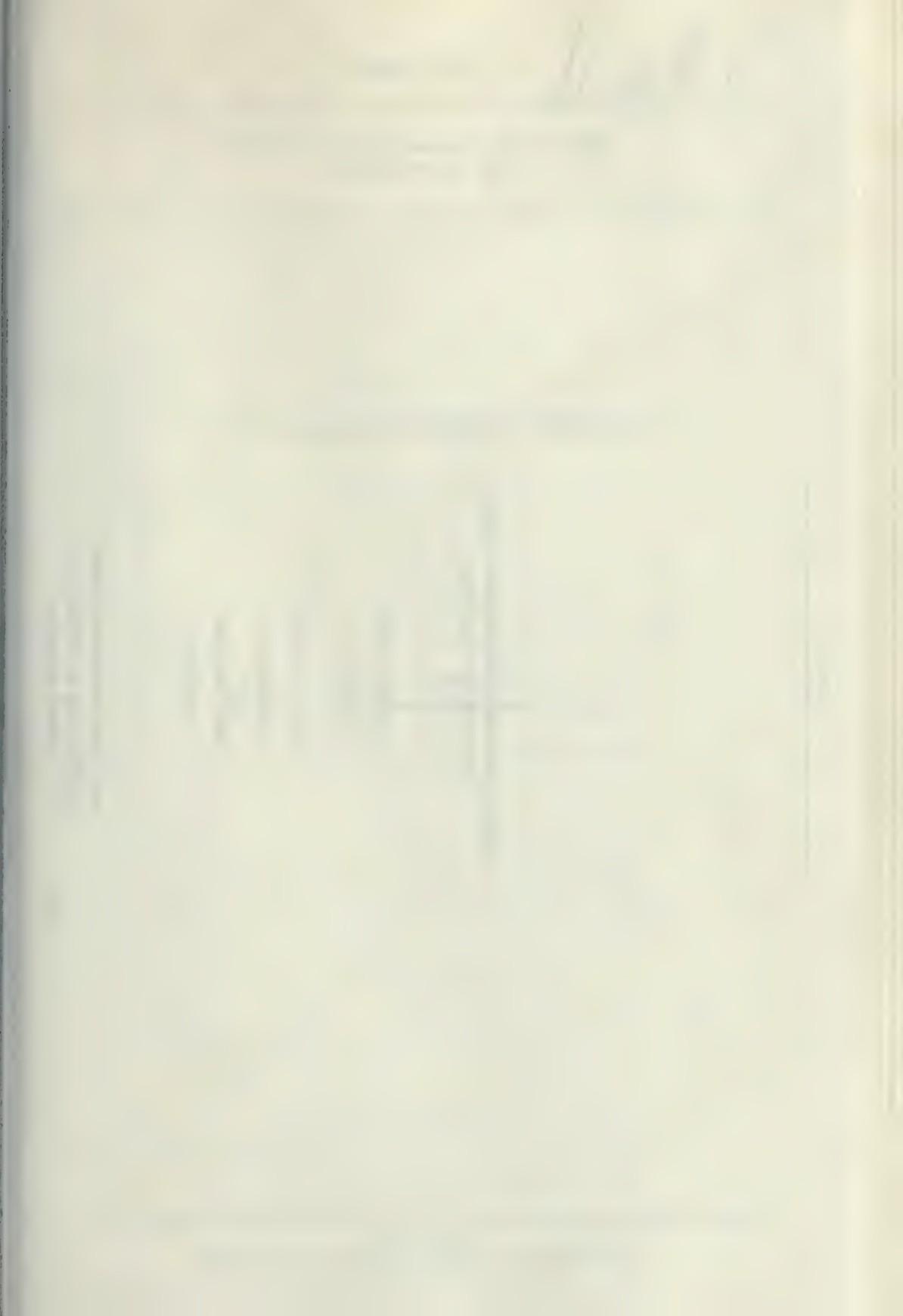
12c. Notwithstanding section 17 of the *Municipal Elections Act*, the clerk of the Township of The Archipelago shall divide the municipality into polling subdivisions and shall, not later than the 1st day of July, 1982, inform the assessment commissioner of the boundaries of each subdivision.

2. This Act comes into force on the day it receives Royal Assent. Commencement
3. The short title of this Act is the *District of Parry Sound Local Government Amendment Act, 1982*. Short title

*Rodney Lewis*

ASSENTED TO BY LIEUTENANT-GOVERNOR July 1 1982  
CLERK  
LEGISLATIVE ASSEMBLY

1980  
THE UNIVERSITY OF TORONTO LIBRARIES



An Act to amend  
The District of Parry Sound  
Local Government Act, 1979

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*1st Reading*

April 29th, 1982

*2nd Reading*

June 29th, 1982

*3rd Reading*

June 30th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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BILL 93

*John G. Diefenbaker*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Public Utilities Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO  
PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO

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100 X 100



BILL 93

1982

### An Act to amend the Public Utilities Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 30 (1) of the *Public Utilities Act*, being chapter 423 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:
  - (1) The amount payable to a municipal corporation or to a public utility or hydro-electric commission of a municipality by the owner or occupant of any lands for the public utility supplied to him for use thereon is a lien and charge upon the estate or interest in such land of the person by whom the amount is due, and may be collected by distress upon the goods and chattels of the person and by the sale of his estate and interest in the lands and in the case of an amount payable by the owner of lands, the amount is a lien and charge upon the lands in the same manner and to the same extent as municipal taxes upon land.
2. Subsection 30 (1) of the *Public Utilities Act*, as re-enacted by section 1 of this Act, applies to all amounts payable on the day this Act comes into force and to all amounts that become payable thereafter to a municipal corporation or to a public utility or hydro-electric commission of a municipality by the owner or occupant of any lands for the public utility supplied to him for use thereon.
3. This Act comes into force on the day it receives Royal Assent. Commencement
4. The short title of this Act is the *Public Utilities Amendment Act*, Short title 1982.

ASSENTED TO BY LIEUTENANT-GOVERNOR NOV. 18 1982

*Roderick Lewis*  
CLERK  
LEGISLATIVE ASSEMBLY

An Act to amend the Public Utilities Act

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*1st Reading*

April 29th, 1982

*2nd Reading*

October 21st, 1982

*3rd Reading*

November 2nd, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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**BILL 105**

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*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act respecting the Mortgage Financing of Rideau Centre  
in the City of Ottawa**

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THE HON. N. STERLING  
Provincial Secretary for Justice

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



100 100

100 100

— Small boat moving right and going up hill  
towards shore

Small boat

**BILL 105****1982**

**An Act respecting the Mortgage Financing of  
Rideau Centre in the City of Ottawa**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**

Interpre-  
tation

(a) “development” means,

- (i) the lands and premises described in the Schedule,
- (ii) all buildings, fixtures and improvements now or hereafter erected or located on or under the lands and premises referred to in subclause (i), and
- (iii) all rights-of-way, easements, franchises and privileges now or hereafter benefiting the lands and premises referred to in subclause (i);

(b) “Rideau Centre” means the development and all present and future right, title and interest therein and all present and future benefit and advantage to be derived therefrom, including all leases of, or agreements relating to, all or part of the development and all rentals and other moneys payable under the leases and agreements and all benefit and advantage to be derived therefrom.

**2. An option to acquire a legal or beneficial interest in Rideau Centre, granted as part of a mortgage financing of Rideau Centre, is not invalid, unenforceable or void by reason only that the option is inconsistent with or repugnant to, or a fetter or clog on, the mortgagor’s legal or equitable right of redemption.**

Option  
authorized

**3. This Act comes into force on the day it receives Royal Assent.**

Commence-  
ment

Short title

4. The short title of this Act is the *Rideau Centre Mortgage Financing Act, 1982.*

ABSENTED TO BY LIEUTENANT-GOVERNOR

July 7, 1982

*Rodney Lewis*

SCHEDULE

**CLERK  
LEGISLATIVE ASSEMBLY**

All and singular those certain parcels or tracts of land and premises situate, lying and being in the City of Ottawa in the Regional Municipality of Ottawa-Carleton, Province of Ontario, and

Being composed of lands and air space described as follows:

Firstly - All of Lots 4, 5, 6 and 7 on the south side of Rideau Street, all of Lots 4, 5, 6 and 7 on the north side of Besserer Street (formerly St. Paul Street), according to a plan of subdivision registered on the Registry Office for the Registry Division of Ottawa-Carleton (No. 5) as No. 3922, together with those portions of the Ordnance Lands, being parts of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, known as part of Lot 7 and part of Lot 8 on the north side of Besserer Street (formerly St. Paul Street), according to said registered plan No. 3922, and designated as PARTS 1, 2, 3 and 4 on a reference plan deposited in the said Registry Office as No. 5R-5671;

Secondly - Part of Freiman Street (formerly Mosgrove Street), closed by By-Law No. 172-80, registered in the said Registry Office as Inst. No. NS89593, together with part of Besserer Street (formerly St. Paul Street), and those lands taken for the widening thereof (namely, part of Little Sussex Street, part of Lots 4 and 5, also known as Forgie's Lot, and 13 and 14 on the south side of Besserer Street (formerly St. Paul Street), part of the Tannery and Ashery Lots, part of Mosgrove Street, part of Lot 1 on the east side of Mosgrove Street, part of Turgeon Lane (formerly Mill Lane), all according to said registered plan No. 3922, together with part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, lying between the Tannery Lot and the Ashery Lot), now closed by By-Law No. 173-80 registered in the said Registry Office as Inst. No. NS86385, and designated as PARTS 5, 6, 7, 8, 9 and 10 on said reference plan No. 5R-5671;

Subject to a public utilities easement in favour of the Corporation of the City of Ottawa in, along and under that portion of the said lands designated as PARTS 18 to 25, both inclusive, on a reference plan deposited in the said Registry Office as No. 5R-5106, and as described in an instrument registered in the said Registry Office as No. NS115590;

Thirdly - Part of Lots 4 and 5 (also known as Forgie's Lot), and 13 and 14 on the south side of Besserer Street (formerly St. Paul Street), part of the Tannery and Ashery Lots, part of Mosgrove Street (closed by By-Law Nos. 328-59 and 7469, registered in the said Registry Office as Inst. Nos. 395967 and 207861 (Firstly) respectively), part of Lot 1, all of Lot 2 and part of Lots 3 and 4 on the east side of Mosgrove Street, all of Lot 2 and part of Lot 3 on the west side of Turgeon Lane (formerly Mill Lane), part of Turgeon Lane (formerly Mill Lane) closed by By-Law No. 6583 registered in the said Registry Office as No. 196026, all of Lot 10 and part of Lot 9 on the east side of Turgeon Lane (formerly Mill Lane), all of Lot 1 and part of Lot 2 on the west side of Nicholas Street, part of Little Sussex Street and part of Currier Lane (both closed by By-Law No. 7946 registered in the said Registry Office as Inst. No. 213433), all of Lots 1, 2, 3 and 4 and part of the unnumbered triangular lot lying to the west of Lot 1 and part of the unnumbered triangular lot lying to the rear of Lot 1 and part of the unnumbered lots lying to the rear of Lots 2, 3 and 4, all on the south side of Currier Lane, all according to the said registered plan No. 3922, together with parts of the Ordnance Lands, being parts of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PARTS 12, 13, 14, 15, 16 and 34 on said reference plan No. 5R-5671;

Reserving thereout and therefrom a sewer tunnel easement in, along and under part of Lot 4 on the south side of Besserer Street (formerly St. Paul Street), also known as Forgie's Lot, part of Currier Lane and part of Little Sussex Street (both closed by By-Law No. 7946), part of Lot 1 and part of the unnumbered triangular lot lying to the west of Lot 1 and part of the unnumbered triangular lot lying to the rear of Lot 1 on the south side of Currier Lane, all according to said registered plan No. 3922, together with part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PART 28 on a reference plan deposited in the said Registry Office as No. 5R-5557.

Reserving thereout and therefrom a watermain easement, in, along and under part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PART 30 on a reference plan deposited in the said Registry Office as No. 5R-5557.

Fourthly - Part of the Ashery Lot, part of Mosgrove Street (closed by By-Law No.7469 registered in the said Registry Office as Inst. No. 207861 (Firstly)), parts of Lot 4 on the east side of Mosgrove Street, part of Turgeon Lane (formerly Mill Lane closed by By-Law No. 6583, registered in the said Registry Office as Inst. No.196026), part of Lots 7 and 8 on the east side of Turgeon Lane (formerly Mill Lane), all of Lots 6 and 7 and part of Lots 3, 4 and 8 on the west side of Nicholas Street, part of Lot 6 on the north side of Court Street (formerly Albert Street), part of Court Street (formerly Albert Street closed by By-Law Nos. 2254 and 2264, registered in the said Registry Office as Inst. No.69370, and by By-Law No. 30-69, registered in the said Registry Office as Inst. No.555007), all of Lots 67 to 72, both inclusive, on the south side of Court Street (formerly Albert Street), part of Lots 67 to 72, both inclusive, on the north side of Wilbrod Street (formerly Slater Street), all according to said registered plan No.3922, together with part of the Ordnance Lands being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PARTS 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 37, 38, 39 and 40 on said reference plan No. 5R-5671;

Reserving thereout and therefrom a sewer tunnel easement in, along and under part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PARTS 41, 42, 44, 59, 60, 62, 63, 64 and 79 on said reference plan No. 5R-5557.

Reserving thereout and therefrom a watermain easement in, along and under part of Lot 8 on the west side of Nicholas Street, part of Lots 67 to 72, both inclusive, on the north side of Wilbrod Street (formerly Slater Street), part of Lots 69, 70 and 71 on the south side of Court Street (formerly Albert Street), according to said registered plan No. 3922, together with part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and designated as PARTS 42, 43, 47, 48, 49,

52, 55, 60, 61, 62, 64 and 68 on said reference plan No.  
5R-5557.

Subject to a Bell Canada easement registered in the said Registry Office as Inst. No. 589377 over those portions of the said lands designated as PARTS 49, 50, 53 and 75 on said reference plan No. 5R-5557.

Fifthly - The air space and all rights therein, over and above those portions of the unnumbered triangular lot lying to the rear of Lot 1 and the unnumbered lots lying to the rear of Lots 2, 3 and 4, all on the south side of Currier Lane, part of the Tannery Lot, part of the Ashery Lot, part of Mosgrove Street (closed by By-Law No. 7469 registered in the said Registry Office as Inst. No. 20786 (Firstly)), part of Lots 3 and 4 on the east side of Mosgrove Street, part of Lot 3 on the west side of Turgeon Lane (formerly Mill Lane), part of Turgeon Lane (formerly Mill Lane, closed by By-Law No. 6583, registered in the said Registry Office as Inst. No. 196026), part of Lots 8 and 9 on the east side of Turgeon Lane (formerly Mill Lane), all according to said registered plan No. 3922, together with parts of the Ordnance Lands being parts of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, and which air space is designated as PARTS 17, 18, 19, 20, 21, 22 and 35 on said reference plan No. 5R-5671.

Sixthly - Part of the Ordnance Lands, being part of Lot 'C', Concession 'C', Rideau Front, Township of Nepean, now in the said City of Ottawa, lying on the north side of Besserer Street (formerly St. Paul Street), according to said registered plan No. 3922, and designated as PARTS 1 and 2 on a reference plan deposited in the said Registry Office as No. 5R-5725.

Seventhly - All of Lot 9 and the west half of Lot 10 on the south side of Rideau Street, all of Lot 9 and the west half of Lot 10 on the north side of Besserer Street (formerly St. Paul Street), according to a plan of subdivision registered in the Registry Office for the Registry Division of Ottawa-Carleton (No. 5) as No. 3922, and designated as PART 11 on a reference plan deposited in the said Registry Office as No. 5R-5671;

Subject to a right-of-way at all times, for all persons entitled thereto, over, along and upon that portion of the said west half of Lot 10, south Rideau Street and the said

west half of Lot 10, north Besserer Street (formerly St. Paul Street), designated as PART 67 on a reference plan deposited in the said Registry Office as No. 5R-5557.

Together with a right-of-way at all times in common with others entitled thereto, over, along and upon a strip of land being part of the east half of said Lot 10, south Rideau Street and part of the east half of said Lot 10, north Besserer Street (formerly St. Paul Street), described as follows:

Commencing at the southwesterly angle of the east half of said Lot 10, north Besserer Street (formerly St. Paul Street),

Thence northerly along the division line between the east and west halves of the said lot and along the division line between the east and west halves of said Lot 10, south Rideau Street, in all a distance of 37.29 metres;

Thence easterly and parallel with the southerly limit of said Lot 10, north Besserer Street (formerly St. Paul Street), a distance of 1.37 metres;

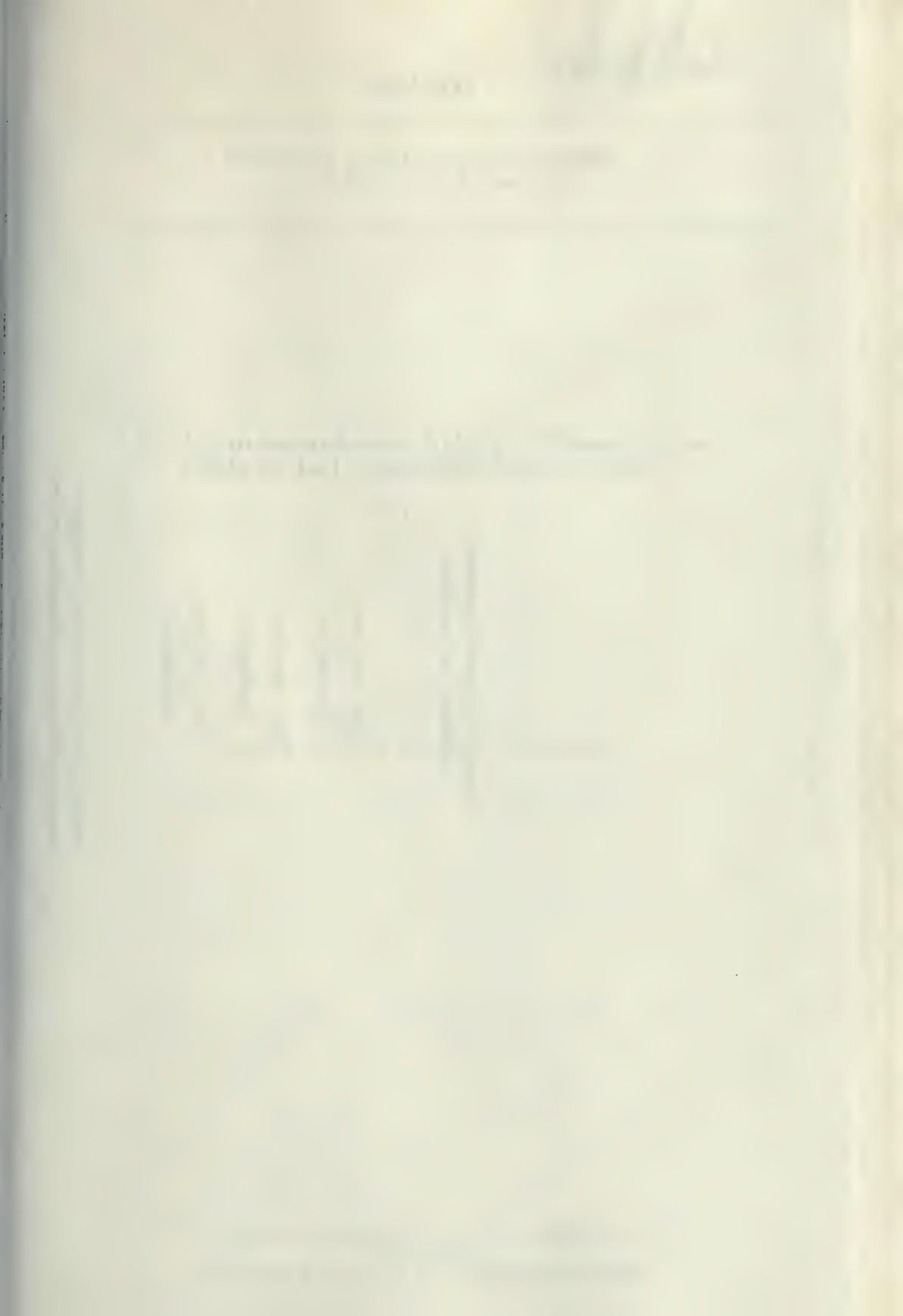
Thence southerly in a straight line, a distance of 37.29 metres to a point in the southerly limit of said Lot 10, north Besserer Street (formerly St. Paul Street), distant 1.37 metres measured easterly thereon from the said south-westerly angle of the east half thereof;

Thence westerly along the southerly limit of said Lot 10, a distance of 1.37 metres to the said point of commencement.

Subject to the conditions of a party wall agreement as set out in an instrument registered in the said Registry Office as No. 172503.







An Act respecting the Mortgage Financing  
of Rideau Centre in the City of Ottawa

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*1st Reading*

May 13th, 1982

*2nd Reading*

June 29th, 1982

*3rd Reading*

June 30th, 1982

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THE HON. N. STERLING  
Provincial Secretary for Justice

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**BILL 111**

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*Dan Blaikie*

2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to authorize the Raising of Money on the  
Credit of the Consolidated Revenue Fund**

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THE HON. F. S. MILLER  
Treasurer of Ontario and Minister of Economics

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BILL 111

1982

**An Act to authorize the Raising of Money on  
the Credit of the Consolidated Revenue Fund**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.**—(1) The Lieutenant Governor in Council is hereby authorized to raise from time to time by way of loan in any manner provided by the *Financial Administration Act* such sum or sums of money as are considered necessary for discharging any indebtedness or obligation of Ontario, for making any payments authorized or required by any Act to be made out of the Consolidated Revenue Fund or for reimbursing the Consolidated Revenue Fund for any moneys expended for any of such purposes, provided that the principal amount of any securities issued and temporary loans raised under the authority of this Act shall not exceed in the aggregate \$2,250,000,000.

Loans up to  
\$2,250,000,000R.S.O. 1980,  
c. 161

(2) The sum of money authorized to be raised by subsection (1) for the purposes mentioned therein shall include the principal amounts of Province of Ontario debentures issued to the Teachers' Superannuation Fund under authority of the *Teachers' Superannuation Act* and to the Ontario Municipal Employees Retirement Fund under authority of the *Ontario Municipal Employees Retirement System Act*, but shall be in addition to all sums of money authorized to be raised by way of loan under any other Act.

Idem  
R.S.O. 1980.  
cc. 494, 348

**2.** No money shall be raised by way of loan under subsection 1 (1) except to the extent authorized by order of the Lieutenant Governor in Council made prior to the 30th day of September, 1983.

Limitation

**3.** This Act comes into force on the day it receives Royal Assent.

Commencement

**4.** The short title of this Act is the *Ontario Loan Act, 1982*.

Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 25 1982

CLERK  
PROVINCIAL PARLIAMENT

An Act to authorize the Raising  
of Money on the Credit of the  
Consolidated Revenue Fund

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*1st Reading*

May 14th, 1982

*2nd Reading*

June 22nd, 1982

*3rd Reading*

June 22nd, 1982

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THE HON. F. S. MILLER  
Treasurer of Ontario and  
Minister of Economics

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BILL 112

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*de Blie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend the Tobacco Tax Act

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THE HON. G. L. ASHE  
Minister of Revenue

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BILL 112

1982

### An Act to amend the Tobacco Tax Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.**—(1) Subsection 2 (1) of the *Tobacco Tax Act*, being chapter 502 of the Revised Statutes of Ontario, 1980, as re-enacted by the Statutes of Ontario, 1981, chapter 4, section 2, is repealed and the following substituted therefor:

(1) Every consumer shall pay to Her Majesty in right of Ontario a tax at the rate of <sup>Tax on consumers</sup>

(a) 40 per cent of the taxable price per cigarette on every cigarette purchased by him;

(b) 40 per cent of the taxable price per gram on every gram or part thereof of any tobacco, other than cigarettes or cigars, purchased by him; and

(c) 45 per cent of the price at retail of every cigar that is purchased by him, provided that where the application of such rate of tax produces a fraction of a cent, the fraction shall be counted as one full cent.

(2) Section 2 of the said Act is amended by adding thereto the following subsection:

(3) Where a person designated a collector under this Act or the regulations has made an assignment of his book debts, whether by way of specific or general assignment, or in any other manner disposes of his present or future right to collect his book debts, such assignment does not include that portion of the book debts that the collector, as agent for the Minister, charged the person to whom he sold the tobacco as tax under this Act, and any assignee or any other person who collects the book debts shall be deemed to be a collector under the Act and shall collect, remit and account under the Act and the regulations for the unassigned portion.

s. 8 (3) (a),  
re-enacted

**2.—(1)** Clause 8 (3) (a) of the said Act is repealed and the following substituted therefor:

(a) \$2,000; or

s. 8,  
amended

**(2)** Section 8 of the said Act is amended by adding thereto the following subsection:

Allowance  
for loss  
due to  
shrinkage

(4) Where a collector designated under this Act or the regulations collects and transmits to the Treasurer the tax imposed by this Act, he may be paid an allowance in respect of loss of tobacco due to undetermined causes not greater than .1 per cent of the amount of tax so collected and transmitted and a collector may deduct such allowance from the amount otherwise to be transmitted to the Treasurer in accordance with this Act and the regulations.

Commencement

**3.—(1)** This Act, except sections 1 and 2, comes into force on the day it receives Royal Assent.

Idem

(2) Subsection 2 (1) shall be deemed to have come into force on the 1st day of April, 1982.

Idem

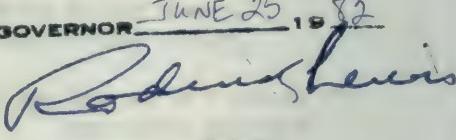
(3) Section 1 shall be deemed to have come into force on the 14th day of May, 1982.

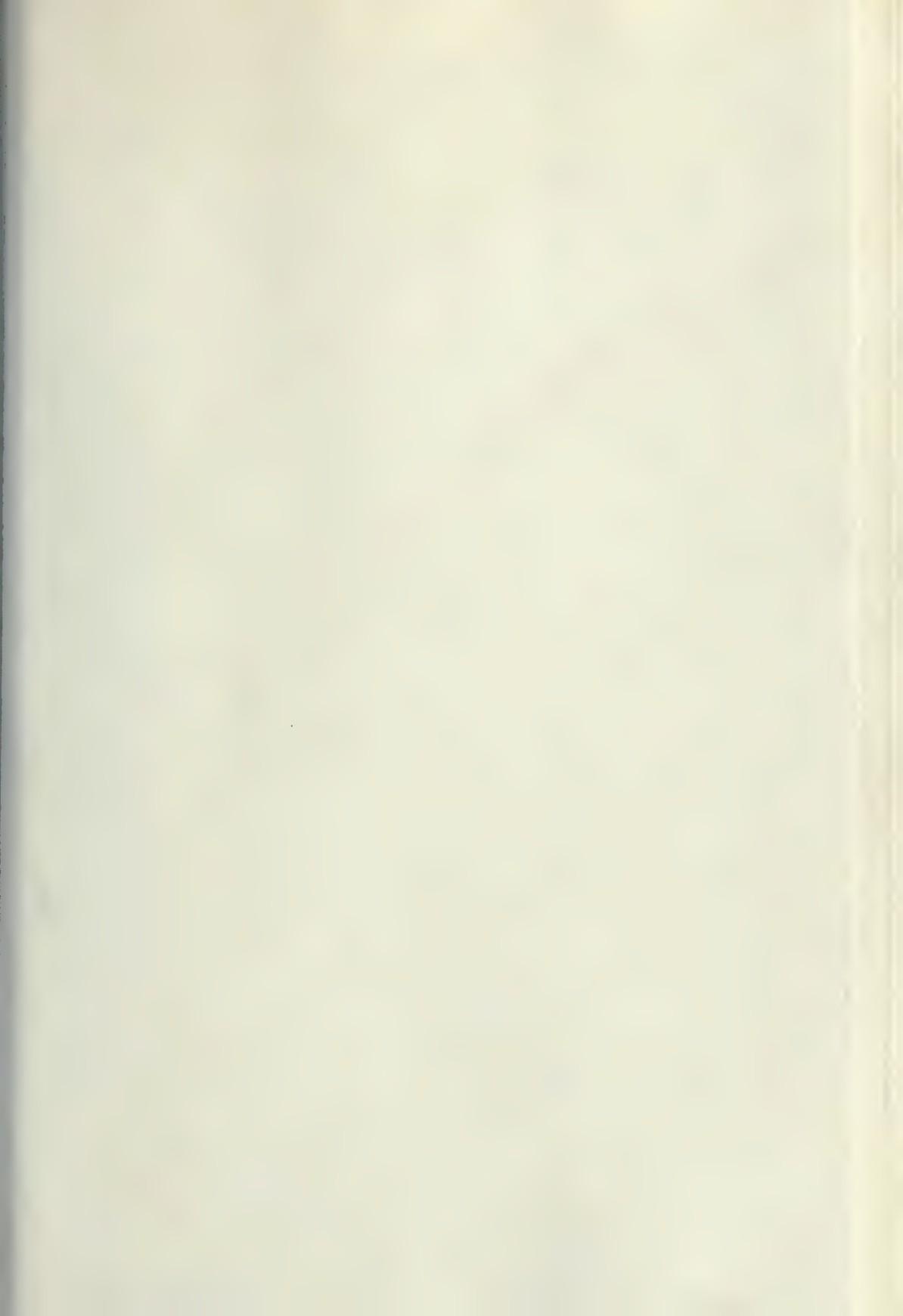
Idem

(4) Subsection 2 (2) comes into force on the 1st day of June, 1982.

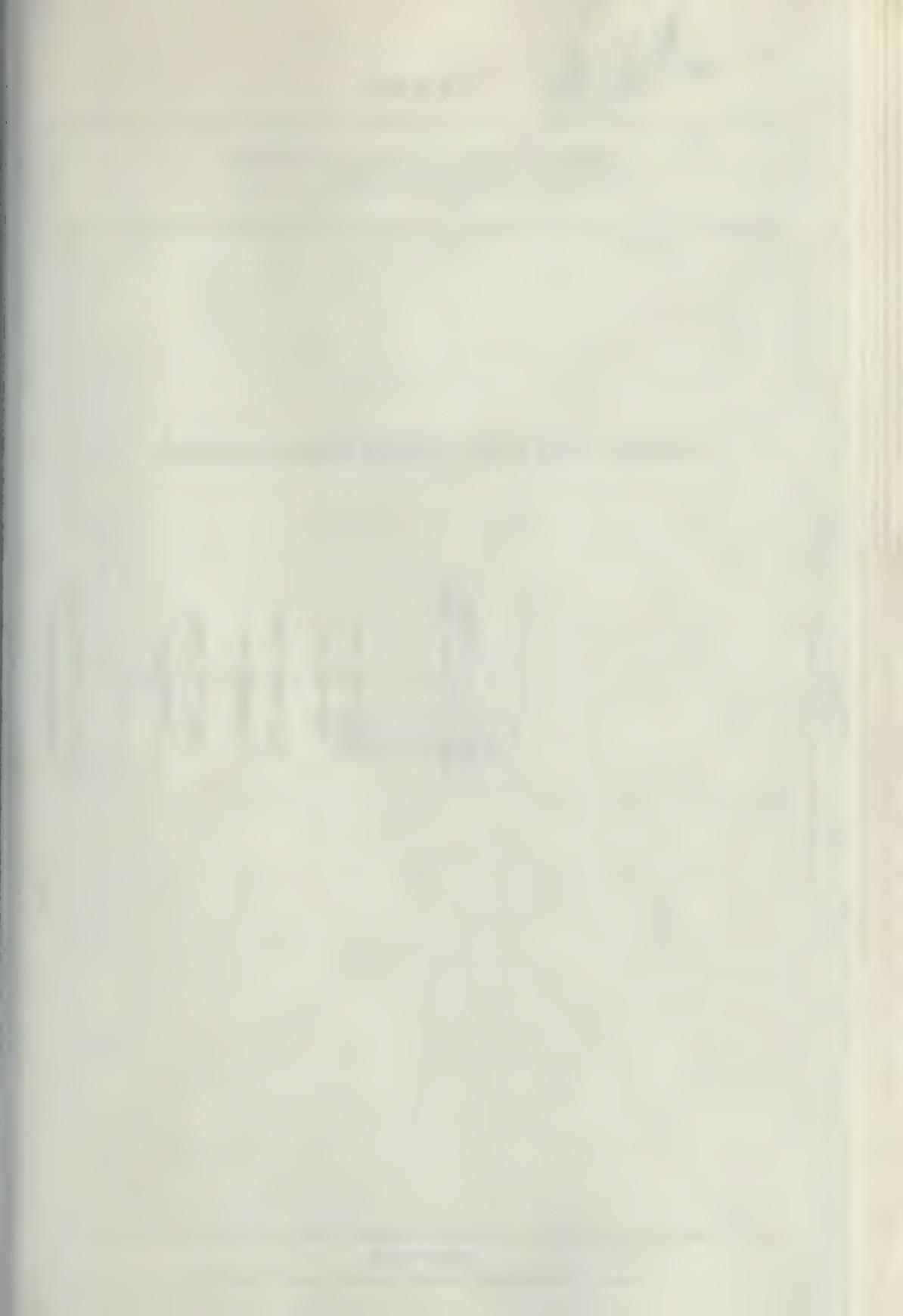
Short title

**4.** The short title of this Act is the *Tobacco Tax Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 25 1982  
  
CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend  
the Tobacco Tax Act

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*1st Reading*

May 14th, 1982

*2nd Reading*

June 22nd, 1982

*3rd Reading*

June 24th, 1982

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THE HON. G. L. ASHE  
Minister of Revenue

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**BILL 113**

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*D. B. Ashe*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Provincial Land Tax Act**

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THE HON. G. L. ASHE  
Minister of Revenue

---



BILL 113

1982

**An Act to amend the  
Provincial Land Tax Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

- 1.—(1) Subclauses 1 (c) (vi) and (vii) of the *Provincial Land Tax Act*, <sup>s. 1 (c)  
(vi, vii),</sup> being chapter 399 of the Revised Statutes of Ontario, 1980, repealed are repealed.
- (2) Clauses 1 (h), (j) and (k) of the said Act are repealed. <sup>s. 1 (h, j, k),  
repealed</sup>
- (3) Section 1 of the said Act is amended by adding thereto the <sup>s. 1,  
amended</sup> following clauses:
  - (p) “tenant” includes an occupant and the person in possession other than the owner;
  - (q) “Treasurer” mean the Treasurer of Ontario and Minister of Economics.
2. Subsection 3 (1) of the said Act is amended by adding thereto the <sup>s. 3 (1),  
amended</sup> following paragraph:
  19. All the machinery, plant and appliances, wherever situate, and all structures placed on, over, under or affixed to any highway, lane or other public communication, public place or water so long as such machinery, plant, appliances or structures are used by any telephone or telegraph company in connection with and as part of the operations of its telephone or telegraph business. <sup>Certain property of telephone and telegraph companies</sup>
3. Subsection 5 (2) of the said Act is repealed and the following <sup>s. 5 (2),  
re-enacted</sup> substituted therefor:
  - (2) The collector may at any time assess or amend the assessment of any land liable to assessment and taxation under this Act <sup>Assessment or amendment of assessment</sup>

and, subject to section 22, such land shall be assessed against the owner thereof and against the tenant to the extent of the assessed value of the portion of the land occupied by the tenant, and the collector shall forthwith notify the owner and the tenant of such land of the assessment or the amendment.

s. 6,  
amended

- 4.** Section 6 of the said Act is amended by inserting after "owner" in the third line "and tenant".

s. 9,  
re-enacted

- 5.** Section 9 of the said Act is repealed and the following substituted therefor:

Return

9. The collector may at any time mail a form of return in a form prescribed by the Minister to any person to whom this Act applies in order to determine liability to tax under this Act, and such person shall complete and return it within thirty days from the date of mailing by the collector.

s. 10 (1-3),  
re-enacted;  
s. 10 (4),  
repealed

Interpretation

- 6.—(1)** Subsections 10 (1), (2), (3) and (4) of the said Act are repealed and the following substituted therefor:

- (1) In this section,

(a) "gas" means natural gas, manufactured gas or propane or any mixture of any of them;

(b) "oil" means crude oil or liquid hydrocarbons or any product or by-product thereof;

(c) "pipe line" means, subject to subsection (3), a pipe line for the transportation or transmission of gas that is designated by the owner as a transmission pipe line and a pipe line for the transportation or transmission of oil, and includes,

(i) all valves, couplings, cathodic protection apparatus, protective coatings and casings,

(ii) all haulage, labour, engineering and overheads in respect of such pipe line,

(iii) any section, part or branch of any pipe line,

(iv) any easement or right of way used by a pipe line company, and

(v) any franchise or franchise right,

but does not include a pipe line or lines situate wholly within an oil refinery, oil storage depot, oil bulk plant or oil pipe line terminal;

(d) "pipe line company" means every person, firm, partnership, association or corporation owning or operating a pipe line all or any part of which is situate in Ontario.

(2) All disputes as to whether or not a gas pipe line is a transmission pipe line shall, on the application of any interested party, be decided by the Ontario Energy Board and its decision is final.

(3) Notwithstanding any other provision of this Act, a pipe line shall be assessed for taxation purposes at the following rates:

#### OIL TRANSMISSION PIPE LINE

Size of Pipe	Nominal Inside Diameter . . . . .	Assessment per Foot of Length
$\frac{3}{4}$ " to 1" . . . . .		\$ 1.20
$1\frac{1}{4}$ " to $1\frac{1}{2}$ " . . . . .	" " " . . . . .	1.45
2" and $2\frac{1}{2}$ " . . . . .	" " " . . . . .	1.70
3" . . . . .	" " " . . . . .	2.20
4" and $4\frac{1}{2}$ " . . . . .	" " " . . . . .	2.70
5" and $5\frac{5}{8}$ " . . . . .	" " " . . . . .	3.20
6" and $6\frac{5}{8}$ " . . . . .	" " " . . . . .	3.70
8" . . . . .	" " " . . . . .	5.90
10" . . . . .	" " " . . . . .	6.80
12" . . . . .	" " " . . . . .	8.55
14" . . . . .	Outside Diameter . . . . .	9.20
16" . . . . .	" " . . . . .	10.35
18" . . . . .	" " . . . . .	11.45
20" . . . . .	" " . . . . .	12.45
22" . . . . .	" " . . . . .	13.75
24" . . . . .	" " . . . . .	14.80
26" . . . . .	" " . . . . .	15.70
28" . . . . .	" " . . . . .	16.75
30" . . . . .	" " . . . . .	17.70
32" . . . . .	" " . . . . .	18.65
34" . . . . .	" " . . . . .	19.50
36" . . . . .	" " . . . . .	20.35
38" . . . . .	" " . . . . .	21.35

#### FIELD AND GATHERING PIPE LINE

Size of Pipe	Nominal Inside Diameter . . . . .	Assessment per Foot of Length
$\frac{3}{4}$ " to 1" . . . . .		\$ .90
$1\frac{1}{4}$ " to $1\frac{1}{2}$ " . . . . .	" " " . . . . .	1.09
2" and $2\frac{1}{2}$ " . . . . .	" " " . . . . .	1.31
3" . . . . .	" " " . . . . .	1.69
4" and $4\frac{1}{2}$ " . . . . .	" " " . . . . .	2.10
5" and $5\frac{5}{8}$ " . . . . .	" " " . . . . .	2.47
6" and $6\frac{5}{8}$ " . . . . .	" " " . . . . .	2.89
8" . . . . .	" " " . . . . .	4.65
10" . . . . .	" " " . . . . .	5.44
12" . . . . .	" " " . . . . .	6.90

## GAS TRANSMISSION PIPE LINE

$\frac{3}{4}$ " to 1".....	Nominal Inside Diameter.....	\$ 1.20
$1\frac{1}{4}$ " to $1\frac{1}{2}$ "....	" " "	1.45
2" and $2\frac{1}{2}$ "....	" " "	1.75
3".....	" " "	2.25
4" and $4\frac{1}{2}$ "....	" " "	2.80
5" and $5\frac{5}{8}$ "....	" " "	3.30
6" and $6\frac{5}{8}$ "....	" " "	3.85
8".....	" " "	6.20
10".....	" " "	7.25
12".....	" " "	9.20
14".....	Outside Diameter .....	10.00
16".....	" " "	11.40
18".....	" " "	12.75
20".....	" " "	14.00
22".....	" " "	15.65
24".....	" " "	17.00
26".....	" " "	18.25
28".....	" " "	19.70
30".....	" " "	21.10
32".....	" " "	22.50
34".....	" " "	23.80
36".....	" " "	25.15
38".....	" " "	26.70
42".....	" " "	29.50

s. 10,  
amended

(2) Section 10 of the said Act is amended by adding thereto the following subsections:

Reduction of  
assessment  
on pipe line

(10) Where a pipe line has been constructed and used for the transportation of oil or gas and ceases to be so used by reason of an order or regulation of an authority having jurisdiction in that behalf, other than the taxing authority, and an application to the proper authority for permission to abandon such pipe line has been refused, the assessment of such pipe line shall be reduced by 20 per cent so long as it is not used for the transportation of oil or gas.

Pipe line  
deemed to  
be land

(11) For the purpose of the tax under this Act, a pipe line or any part thereof situate in territory without municipal organization shall be deemed to be land to which this Act applies.

Depreciation  
of pipe  
lines

(12) A pipe line installed before 1970 shall be assessed for taxation at the rates set forth in subsection (3) but shall be depreciated up to the year 1970 at the rate of 5 per cent of the assessed value of the pipe line every three years from the year of installation, with a maximum depreciation of 55 per cent, and no allowance of depreciation shall be made with respect to a pipe line that is installed during or after 1970.

Review of  
rates, etc.

(13) The rates set out in subsection (3) and the year up to which depreciation is allowed set out in subsection (12) shall be

reviewed by the Minister in 1986 and every third year thereafter and in any such year the Lieutenant Governor in Council may by regulation amend or re-enact the table of rates set out in subsection (3) or change the year up to which depreciation is allowed set out in subsection (12).

(14) Notwithstanding any provision of this section to the contrary, the Lieutenant Governor in Council may, where two or more pipe lines occupy the same right-of-way, by regulation, designate the second and subsequent pipe lines and, by regulation, prescribe the percentage of the rates set out in subsection (3) at which the second and subsequent pipe lines are assessable and taxable and the percentages of rates as so prescribed shall apply until such percentages of rates are altered.

7. Section 11 of the said Act is repealed and the following substituted <sup>s. 11,  
re-enacted</sup>

11.—(1) Every telegraph and telephone company doing business in Ontario in territory without municipal organization shall, on or before the 1st day of March in each year, transmit to the collector a statement in writing of the amount of the gross receipts of the company from the business it carries on in such territory without municipal organization for the next preceding year ending on the 31st day of December.

(2) In determining the amount of the gross receipts of a telephone company in territory without municipal organization under subsection (1), a telephone company shall apportion the total gross receipts of the company in all of Ontario to territory without municipal organization in the proportion that the number of telephones connected to the company's system in territory without municipal organization bears to the total number of telephones connected to the company's system in all of Ontario as of the 31st day of December of the year in respect of which the statement is transmitted.

(3) For the purposes of subsection (1), gross receipts of a telephone company shall be the total of regularly recurring revenue arising from telephones and other equipment and shall include revenue from long distance calls.

(4) In each year there is payable by every telegraph and telephone company that is required to file a statement under subsection (1), an annual tax of an amount equal to 5 per cent of the total gross receipts that are required to be shown by the company in the statement to be transmitted by it for that year under subsection (1).

(5) The tax levied under this section shall be for the calendar year and becomes due and is payable on the 31st day of March in

Where two  
or more  
pipe lines  
occupy same  
right-of-way

Returns by  
telegraph and  
telephone  
companies

Apportion-  
ment of  
gross  
receipts

What  
constitutes  
gross  
receipts

Rate of  
tax

the year in which it is imposed, and a bill for the amount imposed shall be mailed by the collector to the head office of every telegraph and telephone company subject to the tax under this section or to such other address as the company has directed in writing to the collector, on or before the 15th day of March in the year in which the tax is payable.

**Idem**

(6) The bill shall show the amount of the gross receipts upon which the tax is imposed, the rate of the tax imposed, the amount of tax payable and such other information as may be prescribed.

**Collector  
not bound by  
statements**

(7) The collector is not bound by a statement delivered under this section by any telephone or telegraph company and may, notwithstanding a statement so delivered, or if no statement has been delivered as required, determine the tax payable under this section by the company.

**Application  
to Supreme  
Court**

(8) Where any person taxed under this section disputes the amount of tax billed, he may apply to the Supreme Court of Ontario for a determination of the proper amount of tax payable, but no application under this section shall be instituted after the expiration of ninety days from the day the tax bill provided for under this section has been mailed.

**How action  
instituted**

(9) An application to the Supreme Court shall be instituted by serving on the Minister and the collector a notice of motion which is returnable not sooner than sixty days from the date of such service and by filing a copy thereof with the Registrar of the Supreme Court of Ontario or the local registrar of the Supreme Court for the county or district in which the taxpayer has its head office.

**Service**

(10) The notice of motion shall be served on the Minister and on the collector being sent by registered mail addressed to each or by personal service.

**Matter  
deemed  
action**

(11) Upon the filing of the notice of motion with the Registrar of the Supreme Court or the local registrar of the Supreme Court for the county or district in which the taxpayer has its head office, the matter shall be deemed to be an action in the court.

**s. 21 (1),  
amended**

**8.** Subsection 21 (1) of the said Act is amended by adding at the end thereof "by the owner of such land".

**s. 22 (2) (c),  
amended**

**9.—(1)** Clause 22 (2) (c) of the said Act is amended by inserting after "tenant" in the first line "in addition to its meaning under section 1,".

**s. 22,  
amended**

**(2)** Section 22 of the said Act is amended by adding thereto the following subsection:

- (3) Notwithstanding subsection 21 (1), every person assessed under this section is liable to pay the taxes assessed against him and in addition, the interest in such land, if any, of every person other than the Crown is subject to the special lien on land for taxes provided for in section 26. Persons liable to tax
- 10.** Subsection 23 (1) of the said Act is amended by striking out "by this Act" in the second line and inserting in lieu thereof "under section 3" and by striking out "owner of land subject to taxation" in the fifth line and inserting in lieu thereof "person liable to pay such tax". s. 23 (1),  
amended
- 11.** Section 24 of the said Act is repealed and the following substituted therefor: s. 24,  
re-enacted
24. Except as otherwise provided in this Act, where any tax under this Act remains unpaid on the 1st day of April in the year for which it is payable, a penalty of 10 per cent shall be added thereto, but such penalty shall not in any case be less than \$6 and in addition such tax and penalty shall bear interest at such rate as is prescribed from the 1st day of April until the tax and penalty are paid and for all purposes the amount of such tax, penalty and interest shall be deemed to be tax due and payable under this Act. Penalty and  
interest on  
unpaid tax
- 12.**—(1) Subsection 25 (3) of the said Act is amended by striking out "notwithstanding the receipt of a notice under section 9" in the second line. s. 25 (3),  
amended
- (2) Subsection 25 (4) of the said Act is repealed. s. 25 (4),  
repealed
- (3) Subsection 25 (5) of the said Act is amended by striking out "or (4)" in the second line. s. 25 (5),  
amended
- (4) Subsection 25 (6) of the said Act is amended by striking out "(2), (3) or (4)" in the second line and inserting in lieu thereof "(2) or (3)". s. 25 (6),  
amended
- (5) Subsection 25 (7) of the said Act is repealed and the following substituted therefor: s. 25 (7),  
re-enacted
- (7) Where any tax or arrears of tax billed under subsection 6 remains unpaid after the due date, a penalty of 10 per cent shall be added thereto, but such penalty shall not in any case be less than \$6 and in addition such tax or arrears of tax and penalty shall bear interest at such rate as is prescribed from the due date until paid and for all purposes the amount of such tax, arrears of tax, penalty and interest shall be deemed to be tax due and payable under this Act. Penalty and  
interest on  
unpaid tax
- 13.** Subsection 26 (2) of the said Act is repealed and the following substituted therefor: s. 26 (2),  
re-enacted;  
s. 26 (3, 4),  
enacted

Recovery  
of tax

(2) Upon default of payment of any tax payable under this Act,

(a) the collector may bring an action for the recovery thereof in any court in which a debt or money demand of a similar amount may be collected, and every such action shall be brought and executed in the name of office of the collector and may be continued by his successor in office as if no change had occurred and shall be tried without a jury; and

(b) the collector may issue a warrant directed to the sheriff of the district in which any property of a person liable to pay any tax under this Act is located or situate for the amount of the tax owing by him, together with interest thereon from the date of the issue of the warrant and the costs and expenses of the sheriff, and such warrant has the same force and effect as a writ of execution issued out of the Supreme Court.

Compliance  
to be proved  
by affidavit

(3) For the purpose of any proceeding taken under this Act, the facts necessary to establish compliance on the part of the collector with this Act as well as the failure of any person to comply with the requirements of this Act shall, unless evidence to the contrary satisfactory to the court is adduced, be sufficiently proved in any court of law by affidavit of the Minister or of any officer of the Ministry.

Remedies  
for recovery  
of tax

(4) The use of any of the remedies provided by this section, or section 27 or 33, does not bar or affect any of the other remedies therein provided, and the remedies provided by this Act for the recovery and enforcement of the payment of any tax imposed by this Act are in addition to any other remedies existing by law, and no action or other proceeding taken in any way prejudices, limits or affects any lien, charge or priority existing under this Act or at law in favour of the Crown.

s. 27,  
re-enacted

**14.** Section 27 of the said Act is repealed and the following substituted therefor:

Garnishment

27.—(1) When the collector has knowledge or suspects that a person is or is about to become indebted or liable to make any payment to a person liable to pay any tax under this Act, he may, by registered letter or by a letter served personally, require the first-named person to pay the moneys otherwise payable to the second-named person in whole or in part to the Treasurer on account of the liability under this Act.

Idem

(2) The receipt of the Treasurer for moneys paid as required under this section is a good and sufficient discharge of the original liability to the extent of the payment.

(3) Every person who has discharged any liability to a person liable to pay any tax under this Act without complying with the requirements under this section is liable to pay to the Treasurer an amount equal to the liability discharged or the amount that he was required under this section to pay to the Treasurer, whichever is the lesser.

(4) Where a person who is or is about to become indebted or liable to make a payment to a person liable to pay any tax under this Act carries on business under a name or style other than his own name, the registered or other letter under subsection (1) may be addressed to the name or style under which he carries on business and, in the case of personal service, shall be deemed to have been validly served if it has been left with an adult person employed at the place of business of the addressee.

(5) Where the persons who are or are about to become indebted or liable to make a payment to a person liable to pay any tax under this Act carry on business in partnership, the registered or other letter under subsection (1) may be addressed to the partnership name and, in the case of personal service, shall be deemed to have been validly served if it has been served on one of the partners or left with an adult person employed at the place of business of the partnership.

(6) Subject to the provisions of the *Wages Act*, where the collector has under this section required an employer to pay to the Treasurer on account of an employee's liability under this Act moneys otherwise payable by the employer to the employee as remuneration, the requirement is applicable to all future payments by the employer to the employee in respect of remuneration until the liability under this Act is satisfied and operates to require payments to the Treasurer out of each payment of remuneration of such amount as may be stipulated by the collector in the registered letter or letter served personally.

(7) Where any person, without reasonable excuse, has failed to remit to the Treasurer the moneys as required under this section, the collector may apply before a judge of the Supreme Court for an order directing such person to remit the moneys which he has failed to remit.

**15.** Section 29 of the said Act is repealed and the following substituted <sup>s. 29,  
re-enacted</sup>

29. A tax bill shall be deemed to be delivered to an owner or tenant of land to which this Act applies or to his agent or representative where it is mailed post paid to the latest known address of such owner, tenant, agent or representative.

**16.** Section 31 of the said Act is amended by adding thereto the following subsection:

Refunds of  
tax on gross  
receipts

(4) The collector may in any year reduce, refund or pay to the municipality any part of the tax imposed under section 11 on gross receipts where such receipts arose from telephones or other equipment situate in, on or under land that became part of a municipality in such year.

s. 33 (1),  
amended

**17.**—(1) Subsection 33 (1) of the said Act is amended by inserting after “under” in the first line and in the eleventh line “section 3 of”.

s. 33 (2),  
re-enacted

(2) Subsection 33 (2) of the said Act is repealed and the following substituted therefor:

Idem

(2) Where no letters patent from the Crown have issued granting land in respect of which tax remains unpaid for a period of two years or more, the collector may, notwithstanding the requirement in subsection (1) of registering a caution, commence the forfeiture proceedings described therein by sending by registered mail to the persons described in that subsection, the notice of liability to forfeiture described therein.

s. 33 (8),  
amended

(3) Subsection 33 (8) of the said Act is amended by striking out “in red ink” in the fourth line.

s. 35,  
amended

**18.** Section 35 of the said Act is amended by striking out “owner” in the first line and inserting in lieu thereof “person”.

s. 38  
(a, d, e),  
re-enacted

**19.**—(1) Clauses 38 (a), (d) and (e) of the said Act are repealed and the following substituted therefor:

(a) defining any word or expression used in this Act that has not already been expressly defined in this Act;

(d) for the purposes of subsection 10 (13), amending the table of rates set out in subsection 10 (3) and changing the year up to which depreciation shall be allowed set out in subsection 10 (12);

(da) for the purposes of subsection 10 (14), designating second and subsequent pipe lines and prescribing the percentage of the rates set out in subsection 10 (3) at which second and subsequent pipe lines shall be assessed and taxed;

(e) designating pipes in addition to those mentioned in clause 10 (1) (c) as pipe lines.

s. 38,  
amended

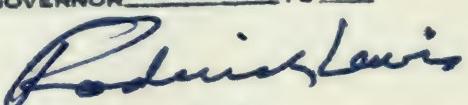
(2) Section 38 of the said Act is amended by adding thereto the following clauses:

- (h) providing for the payment of interest on any refund or rebate of tax that is authorized by this Act;
  - (i) prescribing any rate of interest that is to be prescribed and the method by which it is to be calculated;
  - (j) designating classes of land and declaring gross receipts from business carried on on such lands to be exempt, wholly or partially from the tax imposed under section 11.
- (3) The said section 38 is further amended by adding thereto the <sup>s. 38,  
amended</sup> following subsections:
- (2) The Minister may make regulations, Regulations  
by Minister
- (a) prescribing, defining or determining anything that he is permitted or required by this Act to prescribe, define or determine;
  - (b) prescribing any form, return or bill required by this Act or the regulations or that, in his opinion, will assist in the administration of this Act, and prescribing how and by whom any form, return or bill shall be completed and what information it shall contain.
- (3) A regulation is, if it so provides, effective with reference to Retroactivity a period before it was filed.

- 20.**—(1) This Act, except section 11 and subsection 12 (5), comes into Commencement force on the 1st day of January, 1983.
- (2) Section 11 and subsection 12 (5) come into force on the 1st Idem day of April, 1983.

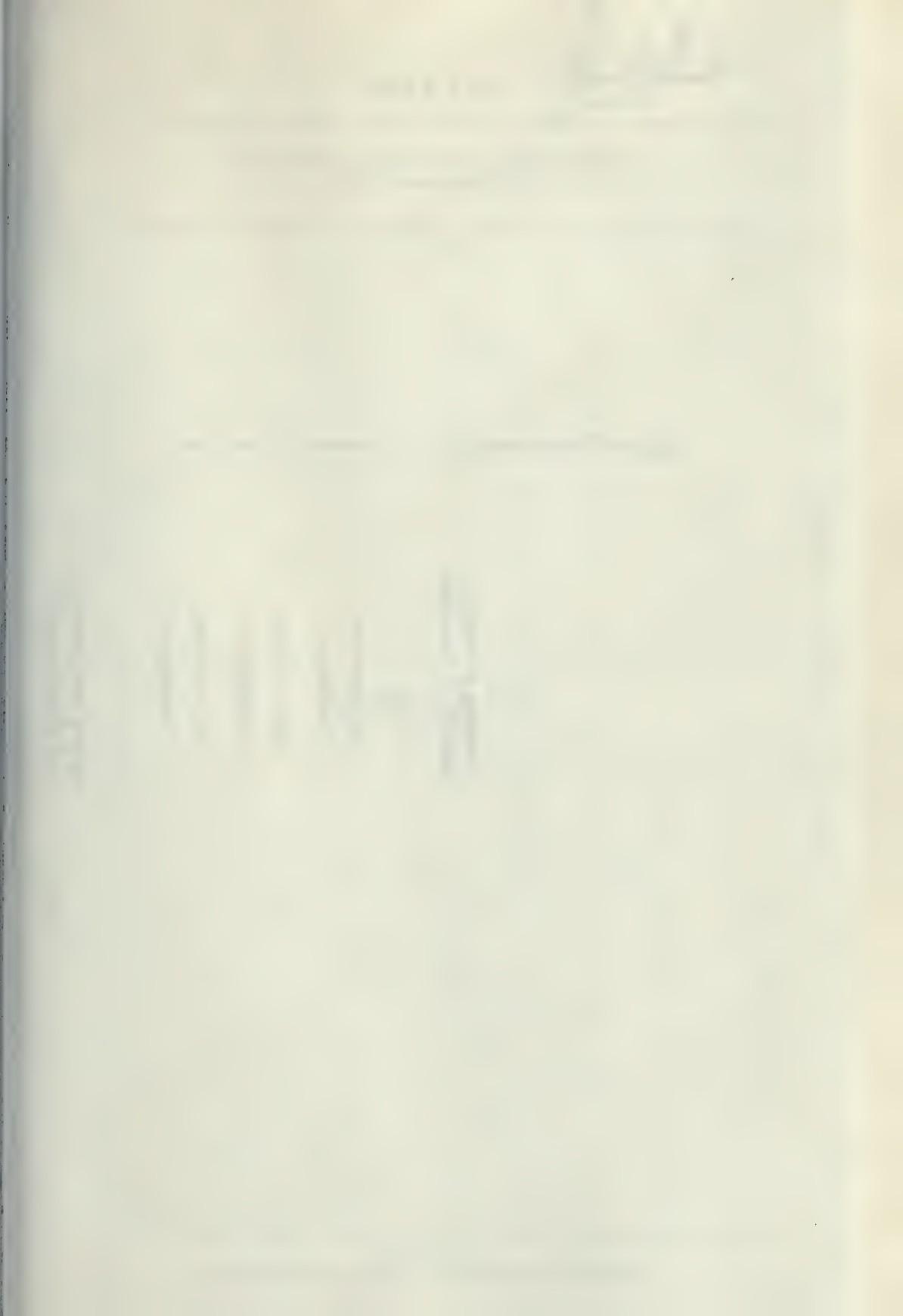
- 21.** The short title of this Act is the *Provincial Land Tax Amendment Act, 1982.* Short title

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 25, 1982



RODНИК LEWIS  
CLERK  
LEGISLATIVE ASSEMBLY

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An Act to amend the  
Provincial Land Tax Act

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*1st Reading*

May 14th, 1982

*2nd Reading*

June 22nd, 1982

*3rd Reading*

June 24th, 1982

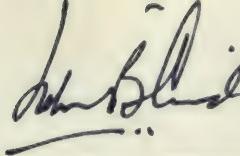
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THE HON. G. L. ASHE  
Minister of Revenue

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**BILL 114**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Corporations Tax Act**

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THE HON. G. L. ASHE  
Minister of Revenue

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TORONTO

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BILL 114

1982

### An Act to amend the Corporations Tax Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 12 (6) of the *Corporations Tax Act*, being chapter 97 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:
 

s. 12 (6),  
re-enacted;  
s. 12 (6a),  
enacted

  - (6) Where an amount in respect of,
    - (a) a management or administration fee or charge;
    - (b) a rent, royalty or a similar payment; or
    - (c) a right in or to the use of motion picture film or films or video tapes for use in connection with television that have been or are to be used or reproduced in Canada,

is paid or payable by a corporation to a non-resident person with whom it was not dealing at arm's length, the corporation shall include 5/14ths of such amount in computing its income from a business or property for the taxation year in which the amount was subjected to tax under paragraph 212 (1)(a), (d) or (e) of the *Income Tax Act* (Canada) or subsection 212 (5) of that Act, except that clause (b) does not apply where the non-resident person to whom the amount is paid or payable is a corporation that is liable to the taxes imposed under this Act by virtue of clause 2 (2) (b) or clause 2 (3) (b) and that has included that amount in computing its taxable income earned in Canada.

R.S.C. 1952,  
c. 148

- (6a) Where an amount to which subsection (6) would have applied if it had been paid or payable to a non-resident person is paid or payable by a corporation (in this subsection referred to as the "payer") to a related person resident in Canada other than in Ontario and that person is related to another person not resident in Canada that controls the payer, the payer shall include 5/14ths of such amount in computing its income from a business or property for the taxation year.

Management  
fee, rent and  
similar  
payment to  
non-resident  
to be included  
in income

- s. 33 (1),  
re-enacted
- 2.—(1)** Subsection 33 (1) of the said Act is repealed and the following substituted therefor:
- Small business incentives
- R.S.C. 1952,  
c. 148
- (1) There may be deducted from the tax otherwise payable under this Part for a taxation year by a corporation that, with respect to that taxation year, is eligible for a deduction under section 125 of the *Income Tax Act* (Canada), an amount equal to,
- (a) 4 per cent of the amount determined under subsection (2); or
  - (b) 14 per cent of the amount determined under subsection (2) where the corporation has for a tax exempt year made a deduction under subsection 125 (1) of the *Income Tax Act* (Canada).
- s. 33 (2) (a, b),  
re-enacted
- (2) Clauses 33 (2) (a) and (b) of the said Act are repealed and the following substituted therefor:
- (a) with respect to a corporation to which subsection 125 (1) of the *Income Tax Act* (Canada) applies, that proportion of the least of the amounts determined under paragraphs 125 (1) (a), (b), (c) and (d) for the taxation year, not exceeding \$200,000; and
  - (b) with respect to a corporation to which subsection 125 (1.1) of the *Income Tax Act* (Canada) applies, that proportion of the lesser of the amounts determined under paragraphs 125 (1.1) (a) and (b) for the taxation year, not exceeding \$200,000,
- s. 33,  
amended
- (3) Section 33 of the said Act is amended by adding thereto the following subsections:
- Definition,  
tax exempt  
year
- (2a) For the purpose of clause (1) (b), a “tax exempt year” of a corporation is a taxation year ending after the 13th day of May, 1982 and before the 14th day of May, 1984, but in no case shall a corporation have more than two tax exempt years.
- Interpre-  
tation,  
non-arm's  
length  
transactions
- (2b) For the purpose of subsection (2a), where at any time after the 13th day of May, 1982, property of a corporation (hereinafter referred to as the “vendor”) is acquired, by purchase or otherwise (including an acquisition as a result of an amalgamation described in section 87 of the *Income Tax Act* (Canada)), by another corporation (hereinafter referred to as the “purchaser”) not dealing at arm's length with the vendor, and the property constitutes all or substantially all of the property of the vendor or the purchaser, as the case may be, any tax exempt year

of the vendor for which the vendor has made a deduction under clause (1) (b), ending in or before the taxation year of the purchaser in which the property was acquired, shall be deemed to be a tax exempt year of the purchaser for which the purchaser has made a deduction under clause (1) (b).

**3.—(1)** Subsection 53 (2) of the said Act is repealed and the following <sup>s. 53 (2),  
re-enacted</sup> substituted therefor:

(2) Notwithstanding subsection (1), the taxable paid-up capital of a bank for a taxation year is its taxable paid-up capital as it stood at the close of the taxation year, and includes, Taxable  
paid-up  
capital  
of banks

- (a) its paid-up capital stock;
- (b) its contributed surplus, its general reserve, and all of its other reserves, whether created from income or otherwise, except any reserve the creation of which is allowed as a charge against income under the provisions of Part II; and
- (c) its retained earnings, its capital surplus, and any other surplus not included by virtue of clause (b).

(2) Section 53 of the said Act, as amended by the Statutes of Ontario, 1981, chapter 37, section 10, is further amended by <sup>s. 53,  
amended</sup> adding thereto the following subsections:

(5) For the purpose of subsection (2), in computing the taxable paid-up capital of a bank there shall be excluded any amount that represents its share of the accumulated earnings or losses of another corporation, and there shall be included the amount of any dividends received from that other corporation. Interpre-  
tation, banks

(6) For the purpose of subsection (3), in computing the taxable paid-up capital of a corporation registered under the *Loan and Trust Corporations Act* there shall be excluded any amount that represents its share of the accumulated earnings or losses of another corporation, and there shall be included the amount of any dividends received from that other corporation. Interpre-  
tation, loan  
and trust  
corporations  
R.S.O. 1980,  
c. 249

(7) For the purpose of clause (1) (e), the indebtedness of a corporation that is the beneficiary of a trust shall include the same proportion of the indebtedness of the trust secured by the assets of the trust as its beneficial interest in the trust. Interpre-  
tation, trusts

**4.** Section 54 of the said Act, as amended by the Statutes of Ontario, 1981, chapter 37, section 11, is further amended by adding thereto <sup>s. 54,  
amended</sup> the following subsections:

Interpre-  
tation,  
“total assets”

(2a) For the purpose of clause (1) (c), “total assets” of a corporation includes the same proportion of the total assets of a partnership of which the corporation is a partner as the share of the profits of the partnership to which the corporation is entitled under the partnership agreement, but does not include the amount invested by the corporation in the partnership.

Interpre-  
tation, “any  
other surplus”

(2b) For the purpose of this Part, “any other surplus” includes, in addition to any amount included therein by virtue of subsection (3), any amount required to be included in income for the purpose of Part II, other than,

- (a) an amount referred to in subsections 12 (6) and (6a); and
- (b) an amount referred to in paragraph 12 (1) (o), subsections 15 (1) and (2), 17 (1) and subsection 37.1 (3) of the *Income Tax Act* (Canada) as made applicable by virtue of subsection 12 (1) of this Act,

R.S.C. 1952,  
c. 148

to the extent that such amount is not included in the corporation’s income as shown in its financial statements.

s. 70 (2) (a),  
re-enacted

**5.—(1)** Clause 70 (2) (a) of the said Act, as re-enacted by the Statutes of Ontario, 1981, chapter 37, section 14, is repealed and the following substituted therefor:

- (a) on or before,
  - (i) the last day of each month of the taxation year in respect of which the tax is payable, an instalment equal to one-twelfth of,
    - (A) the tax payable as estimated by it for the taxation year, or
    - (B) its first instalment base for the taxation year, or
  - (ii) the last day of each of the first two months of the taxation year in respect of which the tax is payable an instalment equal to one-twelfth of its second instalment base for the taxation year, and on or before the last day of each of the following ten months of the taxation year an instalment equal to one-tenth of the amount remaining after deducting the amount computed pursuant to this subclause in respect of the first two months of the taxation year from,

- (A) the tax payable as estimated by it for the taxation year under subclause (i), or
  - (B) its first instalment base for the taxation year.
- (2) Section 70 of the said Act, as amended by the Statutes of Ontario, 1981, chapter 37, section 14, is further amended by adding thereto the following subsections:
- (8) For the purpose of subsection (2), where the taxation year of a corporation does not end on the last day of a calendar month, any reference in the said subsection (2) to the last day of a month shall be deemed, in respect of that corporation, to be a reference to the day of that month corresponding to the day on which the previous taxation year ended, except that where the previous taxation year ends on the 29th, 30th or 31st day of a month, the said reference to the last day of a month shall, with respect to the month of February, be deemed to be a reference to the last day of that month.
  - (9) For the purpose of calculating, for a corporation to which clause 33 (1) (b) applied in a previous taxation year, the instalments required under clause (2) (a) for a taxation year other than a tax exempt year as defined in subsection 33 (2a), and for the purpose of calculating its first instalment base and second instalment base for that taxation year, the corporation shall be deemed to have made a deduction from tax under clause 33 (1) (a) and not 33 (1) (b).
6. Section 75 of the said Act is amended by adding thereto the following subsection:
- (1a) Where a corporation is eligible for the deduction from tax under clause 33 (1) (b) in respect of its first taxation year ending after the 13th day of May, 1982, and it has paid instalments of tax in accordance with clause 70 (2) (a) in respect of that taxation year, the Minister may make a refund of such instalments if application therefor has been made in writing by the corporation prior to the date of assessment under section 73.
7. Subsection 76 (2) of the said Act is repealed and the following substituted therefor:
- (2) Subsection (1) does not apply with respect to any refund or amount to which subsection 75 (1a) or (5) applies.
- 8.—(1) Subsection 5 (1) and subsection 70 (8) of the said Act, as enacted by subsection 5 (2) of this Act, shall be deemed to have

s. 75.  
amended  
Commencement and application

s. 76 (2),  
re-enacted

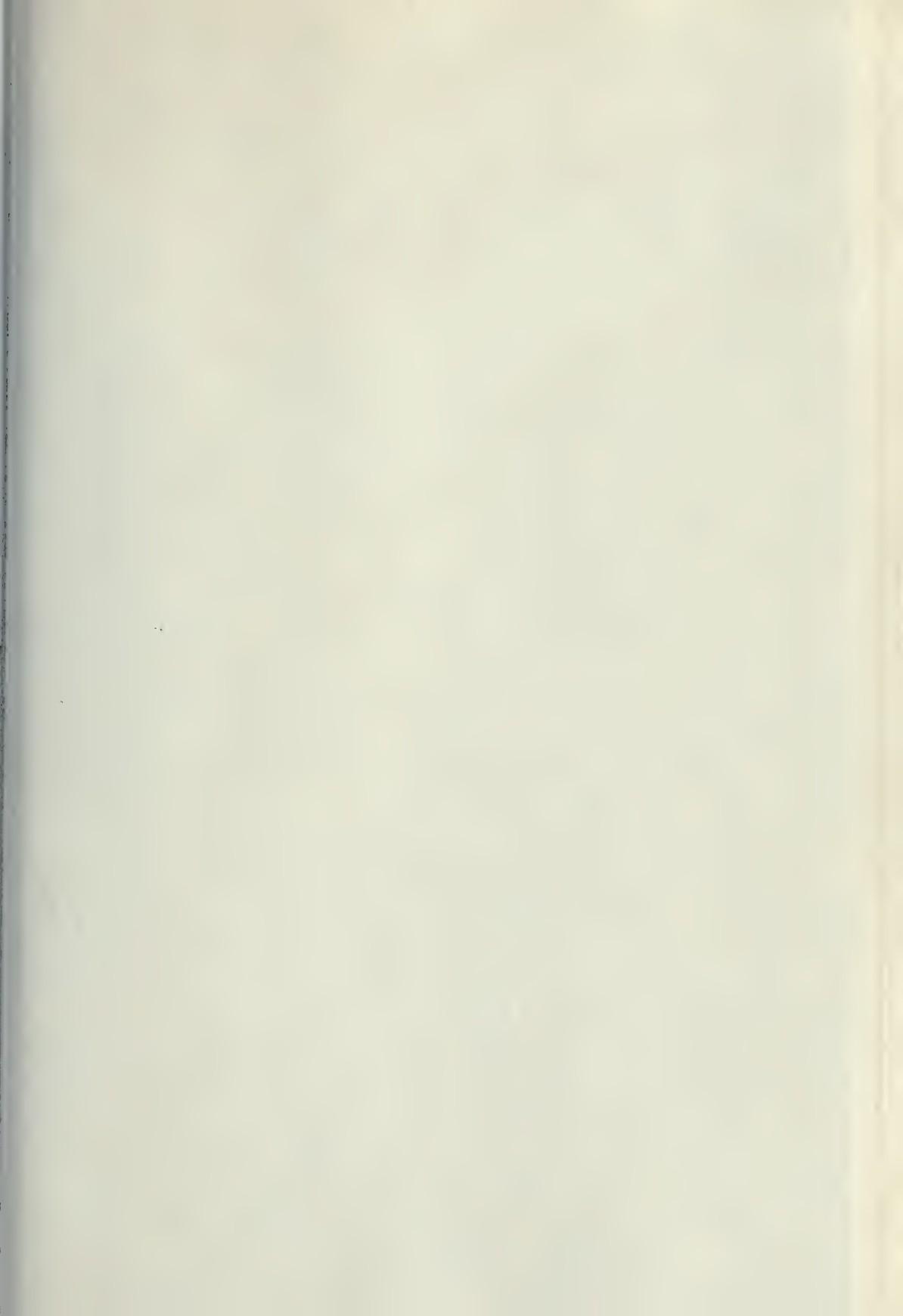
Application

come into force on the 1st day of January, 1981 and apply to corporations in respect of all taxation years ending after 1980.

- Idem (2) Section 1 shall be deemed to have come into force on the 14th day of May, 1982 and applies to payments made after the 13th day of May, 1982.
- Idem (3) Subsections 2 (1) and (3), sections 3 and 4, subsection 70 (9) of the said Act, as enacted by subsection 5 (2) of this Act, and sections 6 and 7 shall be deemed to have come into force on the 14th day of May, 1982 and apply to corporations in respect of all taxation years ending after the 13th day of May, 1982.
- Idem (4) Subsection 2 (2) shall be deemed to have come into force on the 1st day of January, 1982 and applies to corporations in respect of all taxation years ending after 1981.

Short title 9. The short title of this Act is the *Corporations Tax Amendment Act, 1982.*

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 25 1982  
  
Roderick Lewis  
CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the  
Corporations Tax Act

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*1st Reading*

May 14th, 1982

*2nd Reading*

June 23rd, 1982

*3rd Reading*

June 24th, 1982

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THE HON. G. L. ASHE  
Minister of Revenue

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**BILL 115**

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*Dan Blundell*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Retail Sales Tax Act**

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THE HON. G. L. ASHE  
Minister of Revenue

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BILL 115

1982

## An Act to amend the Retail Sales Tax Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.**—(1) Paragraph 4 of section 1 of the *Retail Sales Tax Act*, being chapter 454 of the Revised Statutes of Ontario, 1980, is amended by striking out “and” at the end of clause (c), by adding “and” at the end of clause (d) and by adding thereto the following clause:

(e) in the case of a sale within the meaning of clause (i) of paragraph 17, the fair market value of the tangible personal property transferred to any shareholder,

(2) Paragraph 17 of the said section 1 is amended by striking out all that part of the paragraph following clause (h) and by adding thereto the following clause:

(i) the transfer of title to or possession of tangible personal property from a corporation to any shareholder thereof as the result of the winding up or dissolution of the corporation, except where the corporation has paid tax under this Act with respect to its consumption or use of the tangible personal property to be transferred, or where, at the time of the corporation’s winding up or dissolution, the tangible personal property is exempt from tax under this Act or is acquired by a shareholder solely for the purpose of resale.

(3) Paragraph 19 of the said section 1 is amended by striking out “manufactured gas, and any chattel that is a fixture and for the use, possession or enjoyment of which a fee, charge or rent is paid that is not included in any fee, charge or rent paid

s. 1, par. 4,  
amendeds. 1, par. 17,  
amendeds. 1, par. 19,  
amended

for possession or occupation of the real property to which the chattel is affixed" in the fourth, fifth, sixth, seventh, eighth and ninth lines and inserting in lieu thereof "and manufactured gas".

s. 1, par. 21,  
amended

(4) Paragraph 21 of the said section 1 is amended by striking out "or" at the end of clause (a), by adding "or" at the end of clause (b) and by adding thereto the following clause:

(c) labour provided to install, adjust, repair or maintain tangible personal property.

s. 1, par. 24,  
amended

(5) Paragraph 24 of the said section 1 is amended by inserting after "lodging" in the fifth line "and includes the provision of prepared food products provided pursuant to the American plan, modified American plan or any other arrangement which combines the provision of lodging and prepared food products at a single price,".

s. 2 (2),  
re-enacted

**2.**—(1) Subsection 2 (2) of the said Act is repealed and the following substituted therefor:

of liquor,  
beer, wine

(2) Every purchaser of liquor, beer or wine shall pay to Her Majesty in right of Ontario a tax in respect of the consumption or use thereof computed at the rate of 10 per cent of the fair value thereof.

s. 2 (3),  
amended

(2) Subsection 2 (3) of the said Act is amended by inserting after "service" in the first line "described in clause (a) or (c) of paragraph 21 of section 1".

s. 2,  
amended

(3) Section 2 of the said Act is amended by adding thereto the following subsection:

Idem

(3a) Every purchaser of a taxable service described in clause (b) of paragraph 21 of section 1 shall pay to Her Majesty in right of Ontario a tax in respect thereof computed at the rate of 5 per cent of the fair value thereof.

s. 5 (1),  
par. 1,  
re-enacted

**3.**—(1) Paragraph 1 of subsection 5 (1) of the said Act is repealed and the following substituted therefor:

1. food products for human consumption except,

(a) candies, confections, snack foods or soft drinks,  
and

(b) prepared food products purchased after the 13th day of June, 1982 from an eating establishment, as defined by the Minister.

- (2) Paragraph 2 of the said subsection 5 (1) is repealed and the following substituted therefor: s. 5 (1),  
par. 2,  
re-enacted
2. taxable services that are described in clause (c) of paragraph 21 of section 1 and that are,
    - (a) provided to repair, adjust, restore or maintain real property,
    - (b) provided to install tangible personal property that will become real property upon installation,
    - (c) provided to maintain, restore or repair tangible personal property where the repairs or repair parts used in the maintenance, restoration or repair may be purchased exempt from tax or where a rebate of the tax paid on those repairs or repair parts is provided under this Act or the regulations,
    - (d) provided to repair or recondition tangible personal property purchased for resale by a vendor, or
    - (e) provided by a person for his own consumption or use.
  - (3) Paragraph 3 of the said subsection 5 (1) is repealed. s. 5 (1),  
par. 3,  
repealed
  - (4) Paragraph 14 of the said subsection 5 (1) is repealed and the following substituted therefor: s. 5 (1),  
par. 14,  
re-enacted
    14. vehicles that are required to be licensed under the *Highway Traffic Act* and the energy to operate which is either, R.S.O. 1980,  
c. 198
      - (a) exclusively electrical energy or energy derived from internal combustion of ethanol, methanol, natural gas or manufactured gas, or
      - (b) a combination of such energy with any fuel taxed under the *Gasoline Tax Act*, the *Motor Vehicle Fuel Tax Act* or the *Fuel Tax Act, 1981*. R.S.O. 1980,  
cc. 186, 300;  
1981, c. 59
    - (5) Paragraph 15 of the said subsection 5 (1) is amended by inserting after "equipment" in the first line "agricultural products". s. 5 (1),  
par. 15,  
amended

s. 5 (1),  
pars. 16, 21,  
24, repealed

s. 5 (1),  
par. 27,  
re-enacted

s. 5 (1),  
pars. 29, 30,  
repealed

s. 5 (1),  
par. 34,  
amended

s. 5 (1),  
par. 38,  
re-enacted

s. 5 (1),  
par. 45,  
amended

s. 5 (1),  
par. 47,  
amended

s. 5 (1),  
pars. 48, 49,  
51, 52,  
repealed

s. 5 (1),  
par. 53,  
re-enacted

s. 5 (1),  
par. 55,  
re-enacted

s. 5 (1),  
par. 57,  
repealed  
s. 5 (1),  
par. 65,  
re-enacted

- (6) Paragraphs 16, 21 and 24 of the said subsection 5 (1) are repealed.
- (7) Paragraph 27 of the said subsection 5 (1) is repealed and the following substituted therefor:
  - 27. fire-fighting vehicles, as defined by the Minister, when purchased at a price of more than \$1,000 per vehicle for the exclusive use of a municipality, university, public hospital, local services board or volunteer group.
- (8) Paragraphs 29 and 30 of the said subsection 5 (1) are repealed.
- (9) Paragraph 34 of the said subsection 5 (1) is amended by striking out "500 tons gross" and inserting in lieu thereof "1,400 cubic metres".
- (10) Paragraph 38 of the said subsection 5 (1) is repealed and the following substituted therefor:
  - 38. equipment designed solely for the use of persons who are chronic invalids or physically handicapped.
- (11) Clause (e) of paragraph 45 of the said subsection 5 (1) is amended by striking out "a captive balloon with a volume of 150,000 cubic feet or more, or" in the fourth and fifth lines.
- (12) Paragraph 47 of the said subsection 5 (1) is amended by striking out "500 tons gross" in the fourth line and inserting in lieu thereof "1,400 cubic metres".
- (13) Paragraphs 48, 49, 51 and 52 of the said subsection 5 (1) are repealed.
- (14) Paragraph 53 of the said subsection 5 (1) is repealed and the following substituted therefor:
  - 53. books, as defined by the Minister.
- (15) Paragraph 55 of the said subsection 5 (1), as amended by the Statutes of Ontario, 1981, chapter 38, section 2, is repealed and the following substituted therefor:
  - 55. magazines, as defined by the Minister, but only where purchased by subscription.
- (16) Paragraph 57 of the said subsection 5 (1) is repealed.
- (17) Paragraph 65 of the said subsection 5 (1) is repealed and the following substituted therefor:

65. publications, as defined by the Minister, of a religious, charitable or benevolent organization.
- (18) Paragraph 67 of the said subsection 5 (1) is repealed. s. 5 (1),  
par. 67,  
repealed
- (19) Paragraph 68 of the said subsection 5 (1), as re-enacted by the Statutes of Ontario, 1981, chapter 38, section 2, is repealed. s. 5 (1),  
par. 68,  
repealed
- (20) Paragraphs 69 and 72 of the said subsection 5 (1) are s. 5 (1),  
repealed pars. 69, 72,  
repealed
- (21) Paragraph 75 of the said subsection 5 (1) is amended by s. 5 (1),  
striking out "500 tons gross" in the second line and inserting par. 75,  
amended in lieu thereof "1,400 cubic metres".
- (22) Paragraphs 76, 77, 78, 79, 80, 81 and 82 of the said subsection 5 (1) are repealed. s. 5 (1),  
pars. 76-82,  
repealed
- 4.—(1)** Subsection 17 (2) of the said Act is amended by striking out s. 17 (2),  
"in such form as the Minister shall prescribe" in the fifth and  
sixth lines. amended
- (2) Subsection 17 (3) of the said Act is repealed and the following s. 17 (3),  
re-enacted substituted therefor:
- (3) Every vendor who has failed to collect tax that he is responsible to collect under this Act or the regulations shall pay a penalty, when assessed therefor, equal to the amount of tax that he failed to collect, but where the Minister has assessed such tax against the purchaser from whom it should have been collected, the Minister shall not make an assessment under this subsection against the vendor. Penalty for non-collection of tax
- (3) Section 17 of the said Act is amended by adding thereto the s. 17,  
amended following subsections:
- (3a) Where the Minister is satisfied that a vendor's failure to collect tax that he is responsible to collect under this Act or the regulations is attributable to neglect, carelessness, wilful default or fraud, he may assess a penalty against such vendor. Penalty for wilful non-collection of tax
- (a) in an amount equal to the greater of \$25 or 25 per cent of the tax that he failed to collect, where a penalty has been assessed against him under subsection (3) in respect of his failure to collect; and
- (b) in an amount equal to the greater of \$25 or one and one-quarter times the amount of tax that he failed to collect where no penalty has been assessed against him under subsection (3).

- Penalty
- (5a) Where, under section 16, the Minister has assessed a vendor for tax collected or a purchaser for tax payable, he may further assess such vendor or purchaser a penalty equal to the greater of \$100 or 25 per cent of the tax so assessed under section 16, but no penalty shall be assessed under this subsection unless the Minister is satisfied that the non-compliance with the Act or regulations by such vendor or purchaser that gave rise to the assessment made under section 16 was attributable to neglect, carelessness, wilful default or fraud.
- s. 19,  
repealed
- 5.** Section 19 of the said Act is repealed.
- s. 20,  
amended
- 6.** Section 20 of the said Act is amended by adding thereto the following subsection:
- Assignment  
of book  
debts
- (9) Where accounts receivable of a vendor are assigned under a specific or general assignment of book debts or are transferred in any other manner, any person who collects the amount owing under the accounts receivable that have been assigned or transferred, shall, whether he be any assignee, any person to whom the book debts were transferred, or agent for either of such persons, any liquidator, administrator, receiver, receiver-manager, trustee or like person, collect the tax that is payable under this Act with respect to the sales that gave rise to the accounts receivable that are being collected and that has not been collected by any vendor, and such person shall be deemed to be a vendor under this Act and to hold any tax collected under this Act in trust for Her Majesty in right of Ontario and shall remit any tax collected by him to the Treasurer at the time or times and in such manner as are prescribed by regulation.
- s. 23 (5, 6),  
repealed
- 7.** Subsections 23 (5) and (6) of the said Act are repealed.
- s. 24,  
amended
- 8.** Section 24 of the said Act is amended by striking out "under subsection 23 (6)" in the seventh line and inserting in lieu thereof "of appeal".
- s. 38,  
amended
- 9.** Section 38 of the said Act is amended by adding thereto the following subsection:
- Where  
advertised  
price may  
include tax
- (2) Notwithstanding subsection (1), the Minister may, where he considers it appropriate, authorize a vendor to advertise or quote a price that includes the tax imposed by this Act but only where the amount or rate of the tax so included is separately specified in such manner as the Minister requires and the Minister may specify such other conditions with respect to the advertisement or quotation that the vendor must satisfy.
- s. 45 (3) (d),  
re-enacted
- 10.—(1)** Clause 45 (3) (d) of the said Act is repealed and the following substituted therefor:

(d) prescribing persons or classes of persons with respect to whose consumption of prepared food products no tax is exigible provided that those prepared food products are provided by them without specific charge.

(2) Clauses 45 (3) (f) and (h) of the said Act are repealed. s. 45 (3)  
(f, h),  
repealed

**11.—(1)** This Act, except sections 1, 2, 3, 4, 5 and 10 comes into force Commencement  
on the day it receives Royal Assent.

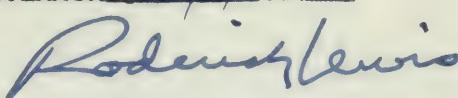
(2) Subsections 1 (1), (2) and (3), subsection 3 (1), subsections 3 Idem  
(4) to (22), sections 4 and 5 and subsection 10 (2) shall be  
deemed to have come into force on the 14th day of May,  
1982.

(3) Subsections 1 (4) and (5), subsections 2 (1) and (2), subsections 3 Idem  
(2) and (3) and subsection 10 (1) shall be deemed to  
have come into force on the 14th day of June, 1982.

(4) Subsection 2 (3) shall be deemed to have come into force on Idem  
the 14th day of June, 1982 with respect to the occupancy of  
transient accommodation during a period commencing after  
the 13th day of June, 1982.

**12.** The short title of this Act is the *Retail Sales Tax Amendment Act*, Short title  
1982.

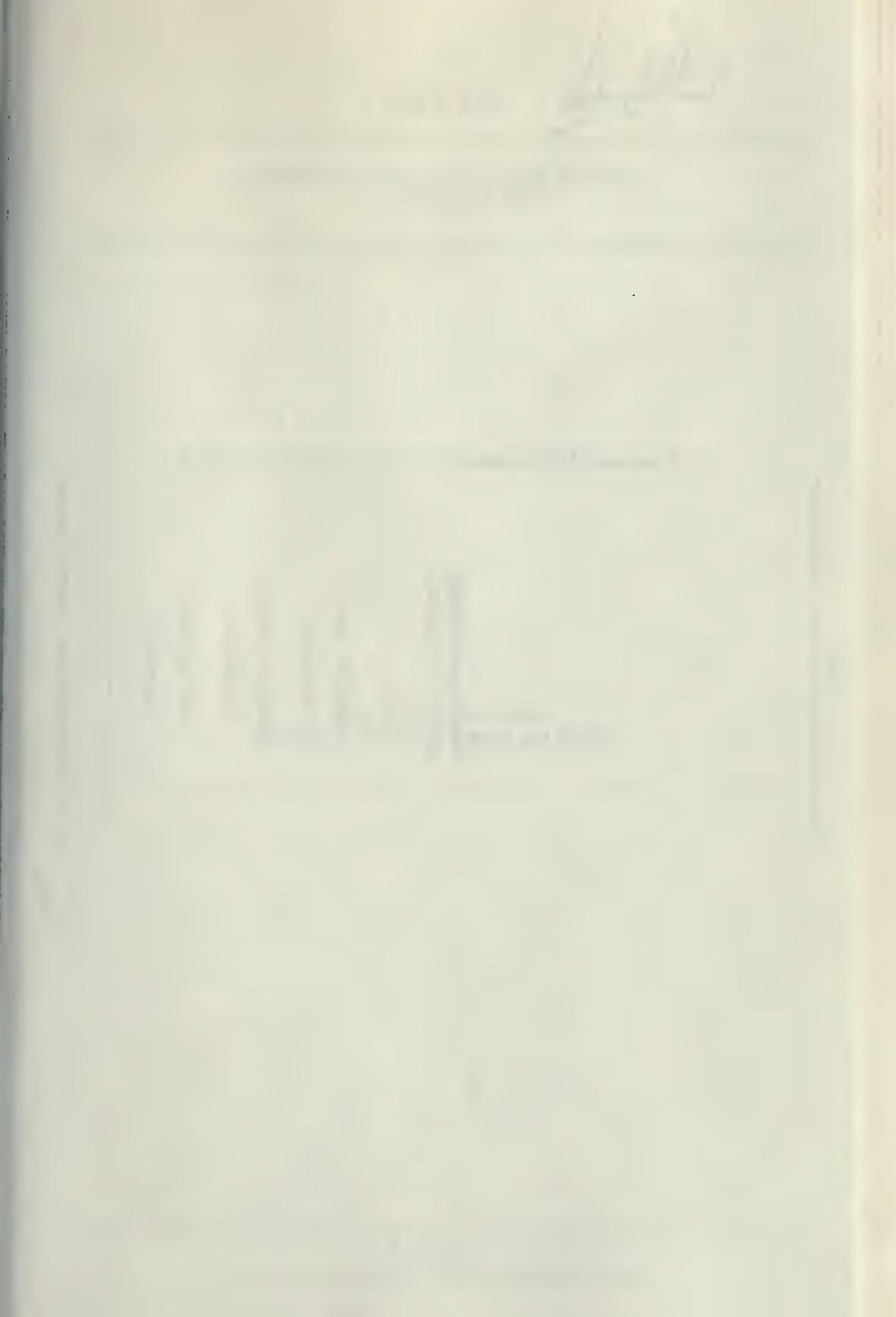
ASSENTED TO BY LIEUTENANT-GOVERNOR July 7 1982



CLERK  
LEGISLATIVE ASSEMBLY

P-9140

1940-1941



An Act to amend the Retail Sales Tax Act

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*1st Reading*

May 17th, 1982

*2nd Reading*

June 21st, 1982

*3rd Reading*

July 7th, 1982

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THE HON. G. L. ASHE  
Minister of Revenue

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BILL 119

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*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Municipal Elections Act**

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



BILL 119

1982

## An Act to amend the Municipal Elections Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.** Paragraph 18 of section 1 of the *Municipal Elections Act*, being chapter 308 of the Revised Statutes of Ontario, 1980, is repealed <sup>s. 1, par. 18,  
re-enacted</sup> and the following substituted therefor:

18. "Minister" means the Minister of Municipal Affairs and Housing.

**2.—(1)** Subsection 4 (4) of the said Act is repealed and the following <sup>s. 4 (4),  
re-enacted</sup> substituted therefor:

(4) If a deputy returning officer or a poll clerk through illness or for any other reason becomes unable to perform his duties on polling day, the clerk shall appoint another person to act in his place. Where D.R.O.  
or poll clerk  
unable to  
perform  
duties

(2) Section 4 of the said Act is amended by adding thereto the following subsection: <sup>s. 4,  
amended</sup>

(10) No person shall be appointed under this section who has not attained the age of eighteen years. Age of  
persons  
appointed

**3.** Subsection 8 (1) of the said Act is amended by adding at the end thereof "and all costs shall be paid on certification of the clerk". <sup>s. 8 (1),  
amended</sup>

**4.** Section 16 of the said Act is repealed and the following substituted therefor: <sup>s. 16,  
re-enacted</sup>

16. Every person entitled to be an elector in a municipality is entitled to be an elector to vote on a money by-law submitted for the assent of the electors of the municipality. Who may  
vote on  
money by-laws

**5.** Section 36 of the said Act is amended by adding thereto the following subsections: <sup>s. 36,  
amended</sup>

What address  
to be shown

(1a) The address referred to in clauses (1) (b) and (c) shall be the address within the municipality of the person nominated or the elector signing the nomination paper, as the case may be.

Determination  
of whether  
public or  
separate school  
elector

(8) For the purposes of this section, the determination as to whether an elector is a public school elector or a separate school elector shall be in accordance with the support indicated on the list of electors delivered to the clerk under section 22, as revised up to the time the nomination paper is filed.

s. 41 (2),  
re-enacted

**6.** Subsection 41 (2) of the said Act is repealed and the following substituted therefor:

Notice of  
poll

(2) Notice of the time, and the date for the holding of the poll in an election, including the advance poll, and notice of the last day for making application to the clerk for a certificate to vote by proxy, shall be given by the clerk forthwith after it has been determined that a poll is required, by posting the notice in at least two conspicuous places in the municipality, and, where there is a newspaper having general circulation in the municipality, by publishing the notice in such newspaper.

s. 42 (4),  
amended

**7.** Subsection 42 (4) of the said Act is amended by striking out "the municipality shall comply with the provisions of the order" in the fifth and sixth lines and inserting in lieu thereof "the provisions of the order shall be complied with".

s. 43 (4),  
re-enacted

**8.** Subsection 43 (4) of the said Act is repealed and the following substituted therefor:

Where  
addresses  
to be shown

(4) Where there are two or more candidates for election to an office whose given and surnames are identical or so nearly identical as to create the possibility of confusion, the address, being the qualifying address within the municipality, of all candidates for election to such office shall be shown on the face of the ballot for such office immediately under their names and in sufficient detail as to identify each candidate.

s. 46 (7, 8),  
re-enacted;  
s. 46 (9-11),  
enacted

Notice of  
date and time  
of polling and  
of location  
of polling  
place

**9.** Subsections 46 (7) and (8) of the said Act are repealed and the following substituted therefor:

(7) In municipalities having more than 5,000 electors, the clerk shall advise each elector of the date and time of polling including advance polls and the location of the polling place in which the elector is to vote,

(a) in the case of a resident elector, by mailing or causing to be delivered to the elector a notice of the date and time of polling and of the location of such polling place; and

(b) in the case of a non-resident elector, by mailing to the elector a notice of the date and time of polling and of the location of such polling place.

(8) Notwithstanding clause (7) (a), the council of a municipality having more than 5,000 electors may, by by-law passed not later than the 1st day of September in an election year, provide that the clerk shall advise each resident elector of the date and time of polling, including advance polls, and of the location of the polling place at which that elector is to vote by mailing or causing to be delivered to the address of the elector a notice of the date and time of polling and of the location of such polling place, which notice shall be directed to all the electors at that address. <sup>Idem</sup>

(9) In municipalities having not more than 5,000 electors, the clerk shall post a notice in two conspicuous places within the municipality and, where there is a newspaper having general circulation in the municipality, publish a notice once in the newspaper, advising the date and time of polling including advance polls and the location of the polling places. <sup>Idem</sup>

(10) A by-law passed under subsection (8) shall remain in effect until repealed but shall not be repealed in an election year later than the 1st day of September. <sup>Repeal of by-law</sup>

(11) Where, by reason of a disruption in mail delivery service, it is not possible to comply with subsection (7) or (8), the clerk shall publish a notice at least once in a newspaper having general circulation in the municipality advising the date and time of polling, including advance polls, and the location of the polling place in which each elector is to vote. <sup>Where postal service disrupted</sup>

**10.** Section 49 of the said Act is amended by adding thereto the following subsection: <sup>s. 49, amended</sup>

(4) For the purposes of this section, the determination as to whether an elector is a public school elector or a separate school elector shall be in accordance with the support indicated on the list certified under section 31. <sup>Determination of whether public or separate school elector</sup>

**11.** Section 57 of the said Act is amended by adding at the end thereof "and the deputy returning officer shall enter or cause to be entered on the polling list maintained by the poll clerk the name and address of such elector". <sup>s. 57, amended</sup>

**12.—(1)** Clause 78 (1) (d) of the said Act is repealed. <sup>s. 78 (1) (d), repealed</sup>

(2) Subsection 78 (2) of the said Act is repealed and the following substituted therefor: <sup>s. 78 (2), re-enacted</sup>

Box to be  
locked, etc.

(2) The deputy returning officer shall then lock and seal the ballot box and, except where otherwise directed by the clerk, forthwith deliver it and the documents enumerated in subsection (1) personally to the clerk.

s. 78 (4),  
amended

(3) Subsection 78 (4) of the said Act is amended by inserting after "shall" in the eleventh line "except where otherwise directed by the clerk".

s. 80 (2),  
re-enacted

**13.** Subsection 80 (2) of the said Act is repealed and the following substituted therefor:

Opening  
box when  
documents  
omitted from  
or placed in  
box in error,  
etc.

(2) Where the documents specified in subsection 78 (1) are in error omitted from or placed in the ballot box, or where the clerk considers it necessary to ascertain the meaning of a statement, the clerk may open such ballot box or boxes in the presence of the deputy returning officer concerned, and having corrected the error or after having recovered or ascertained the meaning of the statement, as the case may be, the box shall be resealed by the deputy returning officer in the presence of the clerk and by the clerk.

s. 83,  
amended

**14.** Section 83 of the said Act is amended by adding thereto the following subsection:

Determination  
by judge of  
ballot boxes  
to be opened

(2a) Where an application is made under subsection (2), the judge may determine which ballot boxes shall be opened for the purpose of the recount.

s. 96,  
amended

**15.** Section 96 of the said Act is amended by striking out "\$1,000" in the eighth line and inserting in lieu thereof "\$2,000".

s. 97,  
amended

**16.** Section 97 of the said Act is amended by striking out "\$1,000" in the thirteenth line and inserting in lieu thereof "\$2,000".

s. 98,  
amended

**17.** Section 98 of the said Act is amended by striking out "\$1,000" in the fourth line and inserting in lieu thereof "\$2,000".

s. 99,  
amended

**18.** Section 99 of the said Act is amended by striking out "\$1,000" in the fourth line and inserting in lieu thereof "\$2,000".

s. 100,  
amended

**19.** Section 100 of the said Act is amended by striking out "\$1,000" in the twentieth line and inserting in lieu thereof "\$2,000".

s. 101,  
amended

**20.** Section 101 of the said Act is amended by striking out "\$1,000" in the fourth line and inserting in lieu thereof "\$2,000".

s. 102,  
amended

**21.** Section 102 of the said Act is amended by striking out "\$1,000" in the seventh line and inserting in lieu thereof "\$2,000".

**22.** Subsection 103 (1) of the said Act is amended by striking out all that part of the subsection immediately following clause (i) and inserting in lieu thereof "is guilty of bribery, and on conviction is liable to a fine of \$2,000, or to imprisonment for a term of not more than six months, or to both, and is disqualified from voting at any election for four years". s. 103 (1),  
amended

**23.** Section 104 of the said Act is repealed and the following substituted therefor: s. 104,  
re-enacted

104. Every person who contravenes any of the provisions of this Act for which contravention no penalty is otherwise provided, or who contravenes an order of the Minister made under section 42, is guilty of an offence and on conviction is liable to a fine of not more than \$2,000. General  
offence

**24.—(1)** Subsection 106 (2) of the said Act is amended by adding at the end thereof "and section 121". s. 106 (2),  
amended

(2) Section 106 of the said Act is amended by adding thereto the following subsection: s. 106,  
amended

(5) Notwithstanding subsection (4), an action may be commenced as to whether or not any person is guilty of a corrupt practice in respect of the contravention of a by-law passed under section 121, not later than the expiration of 180 days following the date of the election referred to in subsection (1). Idem

**25.** Section 121 of the said Act is repealed and the following substituted therefor: s. 121,  
re-enacted

121.—(1) In this section,

Interpre-  
tation

- (a) "candidate" does not include a candidate nominated for election to office as a member of a local board or as a trustee of a police village;
- (b) "contributions" do not include any goods produced by voluntary unpaid labour or any services performed by an individual voluntarily for a candidate without compensation from any source;
- (c) "municipality", in addition to the meaning set out in section 1, includes The Regional Municipality of Niagara;
- (d) "person" includes a trade union, a corporation and an association;
- (e) "spouse" means either of a man and woman who,

- (i) are married to each other, or
  - (ii) are married to each other by a marriage that is voidable and has not been voided by a judgment of nullity, or
  - (iii) have gone through a form of marriage with each other, in good faith, that is void and are cohabiting or have cohabited within the preceding year, or
  - (iv) not being married to each other have cohabited,
    - (A) continuously for a period of not less than five years, or
    - (B) in a relationship of some permanence where there is a child born of whom they are the natural parents,
- and have so cohabited within the preceding year.

By-law  
regulating  
election  
contributions,  
etc.

(2) The council of a municipality may pass a by-law regulating election contributions and requiring the reporting of expenses and contributions and, where a by-law is passed under this section, the by-law shall,

- (a) prohibit any person from making contributions in excess of \$500 in the form of money, goods or services to any candidate in any calendar year;
- (b) prohibit any candidate from accepting contributions in the form of money, goods or services in excess of \$500 from any person in any calendar year;
- (c) require a candidate or his representative to issue a receipt for all money contributions received by him;
- (d) require a candidate to keep a record of all expenses incurred by him in respect of his candidacy;
- (e) require a candidate to keep a record of all contributions received by him in respect of his candidacy, whether in the form of money, goods or services;
- (f) require candidates to file with the clerk of the municipality within ninety days of the date of the election a report which shall contain,

- (i) a statement of the total amount of money contributions received by the candidate in respect of his candidacy up to the date of such report,
  - (ii) a list of contributions in the form of goods or services and the value thereof received by the candidate in respect of his candidacy up to the date of such report,
  - (iii) the name, address and contribution of each person who, up to the date of such report, made a contribution whether in the form of money, goods or services of more than \$100, and
  - (iv) an itemized list of all expenses incurred by the candidate in respect of his candidacy up to the date of such report;
- (g) direct the clerk to submit to the council the information received by him pursuant to a by-law passed under this section; and
- (h) empower the clerk to prescribe forms for the purposes of a by-law passed under this section.

(3) Any moneys to be used for an election campaign by a candidate out of his own funds or out of the funds of the spouse of the candidate shall be deemed not to be a contribution for the purposes of a by-law passed under this section. Candidate's funds deemed not contribution

(4) A contribution made to a representative of a candidate shall be deemed to be a contribution to the candidate. Contributions to candidate's representative

(5) Every person who contravenes the provisions of a by-law passed under this section is guilty of a corrupt practice and is liable to a fine of not more than \$2,000. Contravention of by-law

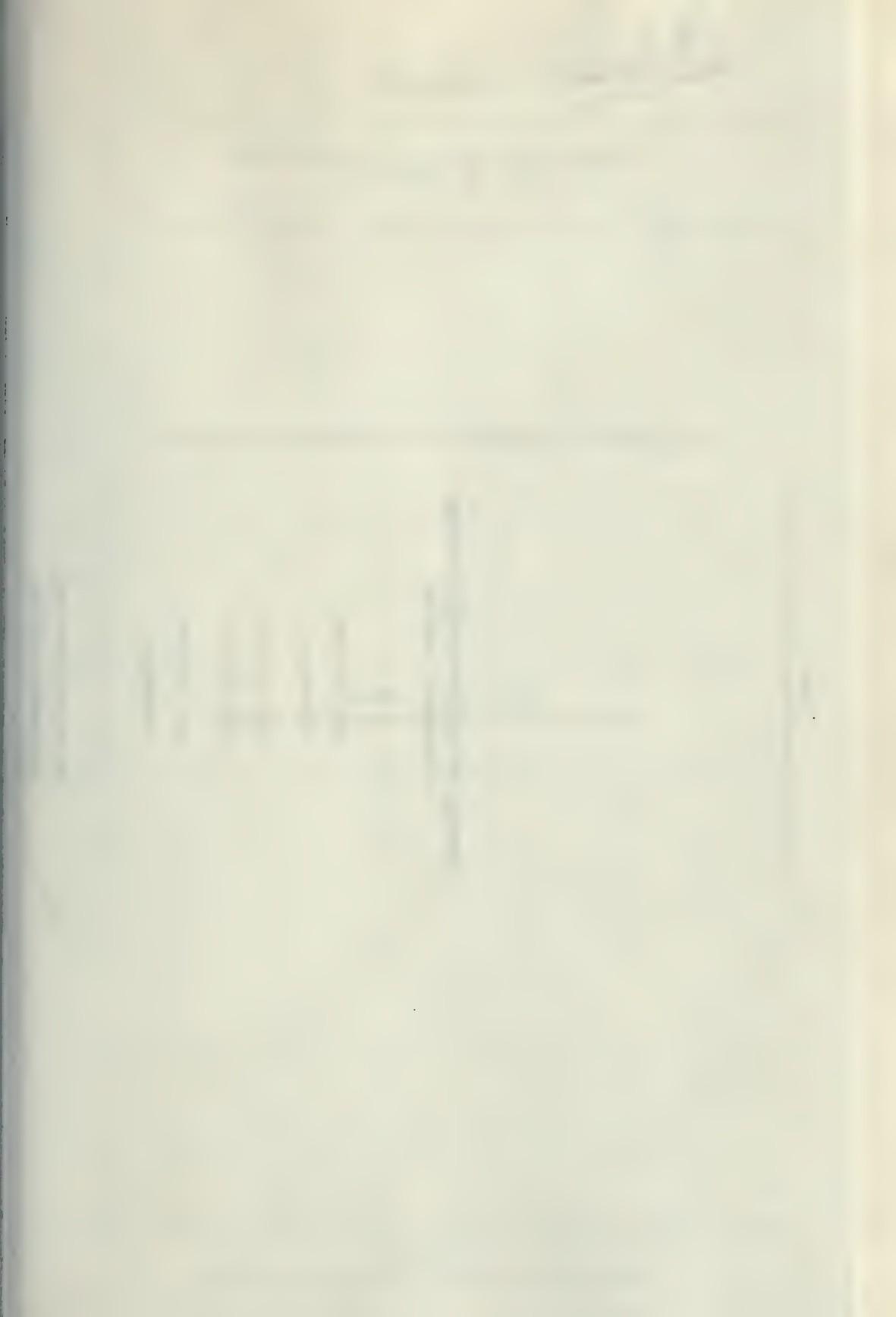
- 26.** This Act comes into force on the day it receives Royal Assent. Commencement
- 27.** The short title of this Act is the *Municipal Elections Amendment Act, 1982*. Short title

~~ASSENTED TO BY LIEUTENANT-GOVERNOR~~ *JULY 7 1982*



CLERK  
LEGISLATIVE ASSEMBLY

2007.4.23  
S. S. T. A. 2007.4.23



An Act to amend the  
Municipal Elections Act

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*1st Reading*

May 20th, 1982

*2nd Reading*

July 5th, 1982

*3rd Reading*

July 6th, 1982

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THE HON. C. BENNETT  
Minister of Municipal Affairs and Housing

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Certification of Titles Act**

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THE HON. R. G. ELGIE  
Minister of Consumer and Commercial Relations

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



the first movement of

the second movement of

the third movement of

the fourth movement of

BILL 120

1982

## An Act to amend the Certification of Titles Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Clause 1 (a) of the *Certification of Titles Act*, being chapter 61 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor: s. 1 (a),  
re-enacted

(a) "assurance fund" means The Land Titles Assurance Fund formed under section 57 of the *Land Titles Act*. R.S.O. 1980,  
c. 230

2. The said Act is amended by inserting after section 3 the following: Heading  
inserted

### PART I

#### CERTIFICATION ON APPLICATION

3. Section 9 of the said Act is amended by inserting after "examination" in the first line "under this Part". s. 9,  
amended
4. The said Act is further amended by adding thereto the following Part: Part II,  
(ss. 9a-9c)  
enacted

### PART II

#### CERTIFICATION OF EXISTING PLANS

9a. In this Part, "plan" means a plan of subdivision registered under the *Registry Act*. Interpretation  
R.S.O. 1980,  
c. 445

9b.—(1) The Director may, of his own initiative and without holding a hearing, certify the title of the owner of land included in a plan, as of the date of registration of the plan. Certification  
of plans

(2) Before certifying the title of any land under this Part, the Director shall examine the title to the land and satisfy himself Duty of  
Director

that the person to be named in the certificate of title as owner was the owner of the land for which the certificate of title is to be issued, as of the date of registration of the plan.

Hearings  
authorized

(3) Notwithstanding subsection (1), the Director may, for the purposes of complying with subsection (2), hold such hearings as he considers necessary, including hearings to determine the validity of any interest in the land of any person that appears to conflict with that of the person who signed the plan as owner, and, where the Director holds a hearing, the parties to the proceeding shall be such persons as are named in the notice of hearing.

Notice

(4) A notice of a hearing under subsection (3) shall be served on the persons named in the notice and on every person or person of a class designated by the regulations and where the hearing is to determine the validity of an interest in the land of a person that appears to conflict with that of the person who signed the plan as owner, the notice is sufficiently served if it is sent by registered mail addressed to the person at the address furnished under section 166 of the *Land Titles Act* or section 37 of the *Registry Act*, or where no such address has been furnished, addressed to the solicitor whose name appears on the registered instrument by which that person appears to have an interest.

R.S.O. 1980,  
cc. 230, 445

Reference  
to a judge

(5) The Director, instead of holding a hearing under subsection (3), may refer the matter to a judge of the county or district court of the county or judicial district in which the land is situate, or of such other county or judicial district as the parties agree to, who shall hear and determine the matter referred to him on the evidence before him or may direct the trial of an issue.

Copies to  
be sent to  
interested  
parties

(6) Where the Director makes a decision under subsection (3), a copy of the decision shall be sent by first class mail or delivered by the Director to the parties to the proceeding and to every person who received notice of the hearing and appeared at the hearing.

Appeals

(7) Subsections 7 (2), (3) and (4) apply to a decision of the Director made under subsection (3).

Disposition

9c.—(1) When the Director has complied with subsection 9b (2) and any matter referred to a judge is finally disposed of, or where a hearing has been held and the Director has made his decision and any appeal therefrom has been disposed of, or where the time for appeal has elapsed and no appeal has been taken, the Director may issue a certificate of title to all or part of the land included in the plan.

Omission of  
discharged  
claims

(2) Where the Director is satisfied that a claim or interest that existed on the day the plan was registered has expired or has been

discharged or for any other reason no longer affects the land, the Director may omit the claim or interest from the certificate of title.

5. The said Act is further amended by inserting before section 10 the Heading inserted following:

## PART III

### GENERAL

6. Section 11 of the said Act is amended by striking out "is" in the <sup>s. 11,</sup> amended fourth line and inserting in lieu thereof "was".

- 7.—(1) Section 12 of the said Act is repealed and the following sub-<sup>s. 12,  
re-enacted</sup>stituted therefor:

12.—(1) The Director may require an applicant under Part I to indemnify the assurance fund against loss by a bond or covenant in the prescribed form, either with or without sureties or by such other security as he considers proper. <sup>Indemni-  
fication of  
assurance fund</sup>

(2) Every bond and covenant to indemnify The Certification Previous bonds and of Titles Assurance Fund given under a predecessor of subsection covenants (1) shall be deemed to be a bond or covenant, as the case may be, to indemnify the assurance fund.

(2) The Accountant of the Supreme Court shall, as soon as practicable after this Act receives Royal Assent, <sup>Transfer of funds</sup>

(a) refund to an applicant all amounts paid after the 28th day of February, 1982 by the applicant under subsection 12 (2) of the *Certification of Titles Act* as that subsection read on that day; and <sup>R.S.O. 1980,  
c. 61</sup>

(b) after deducting an amount sufficient to pay the refunds required by clause (a), transfer the amount standing to the credit of The Certification of Titles Assurance Fund to The Land Titles Assurance Fund Account.

8. Subsections 13 (3) to (10) of the said Act are repealed and the <sup>s. 13 (3),  
re-enacted;  
s. 13 (4-10),  
repealed</sup> following substituted therefor:

(3) Section 26, subsections 60 (5) to (12), section 61 and sub-section 161 (3) of the *Land Titles Act* apply, with necessary modifications, to claims for compensation under this section. <sup>Applications  
for  
compensation  
R.S.O. 1980,  
c. 230</sup>

9. The said Act is further amended by adding thereto the following <sup>ss. 13a, 13b,  
enacted</sup> sections:

Notice of  
possible  
error

**13a.** Where the Director becomes aware of a possible error in a certificate of title, he may give notice of the possible error by registering a notice in the prescribed form and the notice gives notice of the possible error to all persons until the notice is deleted from the abstract index by the Director.

Amendment of  
certificates

**13b.—(1)** Subject to the regulations, the Director of his own initiative or on the application of any interested person may, before the receipt of any conflicting instruments or after notifying all persons interested, upon such evidence as appears to him sufficient, correct errors and omissions in any certificate of title by issuing an amendment to the certificate of title.

Idem

**(2)** The Director shall, in correcting a certificate of title, correct it in the manner that he considers will do the least possible injury to any person affected by the correction.

Copies of  
decision

- (3)** Where the Director makes a decision under subsection (1),
  - (a)** on the application of an interested person; or
  - (b)** after notifying the interested persons,

a copy of the decision shall be sent by first class mail or delivered by the Director to the applicant and the persons who received the notice.

Appeals

**(4)** Subsections 7 (2), (3) and (4) apply to a decision of the Director made under subsection (1).

Registration of  
amendment

**(5)** An amendment to a certificate of title shall be registered by the Director in the land registry office for the registry division in which the land is situate.

Effect of  
registration

**(6)** Upon registration under subsection (5), an amendment to a certificate of title takes effect in accordance with the terms set out in the amendment and is conclusive that every notice, publication, proceeding and act that ought to have been made, given or done has been made, given or done in accordance with this Act.

Claim against  
fund

**(7)** A person injuriously affected by an amendment to a certificate of registration is entitled to recover what is just by way of compensation out of the assurance fund under section 13, as if he were a person wrongfully deprived of an interest in land.

s. 15,  
amended

**10.** Section 15 of the said Act is amended by adding thereto the following clause:

- (aa)** designating persons or classes of persons to whom notice of a hearing under subsection 9b (3) shall be

given and specifying the manner in which notice may be given.

Commence-  
ment

**11.**—(1) This Act, except sections 1, 7 and 8, comes into force on the day it receives Royal Assent.

Idem

(2) Sections 1, 7 and 8 shall be deemed to have come into force on the 1st day of March, 1982.

Short title

**12.** The short title of this Act is the *Certification of Titles Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

July 7 1982



CLERK  
LEGISLATIVE ASSEMBLY

**An Act to amend the  
Certification of Titles Act**

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*1st Reading*

May 20th, 1982

*2nd Reading*

June 29th, 1982

*3rd Reading*

June 30th, 1982

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THE HON. R. G. EIGE  
Minister of Consumer and  
Commercial Relations

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BILL 124

*John Blaikie*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to establish Technology Centres

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THE HON. G. W. WALKER  
Minister of Industry and Trade

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



**BILL 124****1982****An Act to establish Technology Centres**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1. In this Act,**Interpre-  
tation

- (a) "Board" means the Board of Directors of a Centre;
- (b) "Centre" means a corporation established under section 3;
- (c) "industrial property" means a patent of invention, copyright, industrial design or other intellectual or industrial property right, whether existing within or outside Ontario, and includes an application and a right to make an application for industrial property;
- (d) "Minister" means the Minister of Industry and Trade or such other member of the Executive Council as the Lieutenant Governor in Council designates to administer this Act.

**2. The *Corporations Act* does not apply to a Centre.**R.S.O. 1980,  
c. 95  
does not apply**3.—(1) The Lieutenant Governor in Council may make regulations,**Creation of  
Centres

- (a) establishing corporations without share capital as Centres;
- (b) subject to this Act, providing for the constitutions, management and operation of Centres;
- (c) specifying the industrial, commercial or technological sector or sectors in which a Centre shall pursue its object;

- (d) governing transfers of the assets, rights, obligations and liabilities of Centres to Her Majesty in right of Ontario or to an agency of the Crown;
- (e) requiring the approval of the Lieutenant Governor in Council to the exercise of any or all of the powers of any Centre;
- (f) respecting any matter necessary or advisable to carry out effectively the intent and purpose of this Act, or to implement the object of Centres.

**Sunset provisions**

(2) Where the Lieutenant Governor in Council establishes a Centre under clause (1) (a), the Lieutenant Governor in Council shall prescribe its operational period.

**Idem**

(3) The Lieutenant Governor in Council may by regulation extend the operational period of a Centre from time to time.

**Winding up**

(4) A Centre shall be wound up at the expiry of its operational period or extended operational period, as the case may be, and in winding up the assets of the Centre shall be,

- (a) liquidated or sold as a going concern and the proceeds paid into the Consolidated Revenue Fund; or
- (b) transferred to Her Majesty in right of Ontario or to an agency of the Crown,

as the Minister may direct.

**Board of Directors**

4.—(1) A Centre shall have a Board of Directors consisting of not fewer than five and not more than fifteen members who shall be appointed by the Lieutenant Governor in Council for a term of not more than three years.

**Idem**

(2) The Lieutenant Governor in Council shall designate one of the directors as Chairman of the Board.

**Remuneration**

(3) A Centre may pay those of its directors who are not officers in the public service of Ontario such remuneration and expense allowance as is fixed from time to time by the Lieutenant Governor in Council.

**Members not disqualified  
R.S.O. 1980,  
c. 235**

(4) Despite the *Legislative Assembly Act*, a member of the Assembly who is appointed a director of a Centre is not thereby rendered ineligible as a member of the Assembly or disqualified from sitting or voting in the Assembly.

(5) Where a vacancy occurs on the Board, the Lieutenant Governor in Council may appoint a person to serve the remainder of the term.

**5.—(1)** The Chairman shall preside at all meetings of a Board and, in the Chairman's absence or if the office of Chairman is vacant, a director present at the meeting who is chosen to act by the directors present at the meeting has all the powers and duties of the Chairman.

(2) A Board may make by-laws regulating its proceedings and generally for the conduct and management of the affairs of the Centre.

(3) A by-law or resolution in writing signed by all the directors of a Centre is as valid as if it had been passed at a meeting of the Board.

**6.** Upon consultation with a Board, the Minister shall appoint a chief executive officer of the Centre who shall have such powers and duties as the Minister and the Board prescribe from time to time.

**7.** The affairs of a Centre shall be managed and supervised by its Board, in accordance with the policies of the Government of Ontario relating to technology and innovation, but the Board shall comply with any directions given to it from time to time in writing by the Lieutenant Governor in Council or the Minister.

**8.** A Centre shall indemnify a director or officer of the Centre, a former director or officer of the Centre, and such person's heirs and legal representatives, against any liability arising from the person's performance of his or her duties if the person acted honestly and in good faith with a view to the best interests of the Centre.

**9.—(1)** The object of each Centre is to promote and enhance the application of technology in order to improve the productivity and competitiveness of Ontario industry and commerce.

(2) A Centre, for the object set out in subsection (1), may, Powers

(a) adapt and demonstrate technology applicable to industry and commerce;

(b) disseminate and encourage the dissemination of technical and market information;

(c) acquire, develop and deal with industrial property, licences, inventions, processes and the royalties and benefits that arise therefrom;

- (d) advise the Minister on issues related to the application of technology and the granting of assistance to promote the application of technology;
- (e) buy, hold, own, hire, maintain, control, take, lease, sell, assign, exchange, transfer, manage, improve, develop or otherwise deal in and dispose of, either absolutely or by way of security or otherwise, any property real and personal and any right or privilege that, in the opinion of the Board, is necessary or convenient for the purposes of the Centre;
- (f) draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading and other negotiable or transferable instruments;
- (g) temporarily invest any surplus moneys not immediately required for the object of the Centre in,

R.S.O. 1980,  
c. 249

1980-81,  
c. 40 (Can.)

R.S.O. 1980,  
c. 102

- (i) securities issued by or guaranteed as to principal and interest by the Province of Ontario, any other province of Canada, or Canada,
- (ii) guaranteed investment certificates of any trust company that is registered under the *Loan and Trust Corporations Act*,
- (iii) deposit receipts, deposit notes, certificates of deposits, acceptances and other similar instruments issued or endorsed by a bank named in Schedule A or B to the *Bank Act* (Canada), and
- (iv) term deposits accepted by a credit union as defined in the *Credit Unions and Caisses Populaires Act*;

- (h) contract and sue and be sued in its own name;

- (i) carry on its affairs or identify itself to the public under a name and style other than its corporate name;
- (j) enter into partnership or into any arrangement for profit sharing, union of interest, co-operation, joint venture, reciprocal concession or any similar arrangement with any person carrying on or engaged in any business or transaction that the Centre is authorized to carry on or engage in or that is capable of being carried on or engaged in so as to further the object of the Centre;

- (k) do anything incidental or conducive to the attainment of the object of the Centre, whether similar in nature to the powers enumerated in clauses (a) to (j) or otherwise.

**10.**—(1) No act of a Centre, including any transfer of property to or by a Centre, is invalid by reason only that the act is not authorized by this Act. Rights preserved

(2) No person is affected by or is deemed to have notice of the contents of a document concerning a Centre by reason only that the document is available to the public. No deemed notice

(3) A Centre or a guarantor of an obligation of a Centre may not assert against a person dealing with the Centre or with a person who has acquired rights from the Centre that, Indoor management rule

(a) this Act, an order in council, a direction of the Lieutenant Governor in Council or the Minister, the policies of the Government of Ontario, or the by-laws of the Centre have not been complied with;

(b) a person held out by a Centre as a director, an officer or an agent of a Centre has not been duly appointed or has no authority to exercise the powers and perform the duties that are the customary business of the Centre or usual for such director, officer or agent;

(c) a document issued by any director, officer or agent of a Centre with actual or usual authority to issue the document is not valid or not genuine,

except where the person has or ought to have, by virtue of a position with or relationship to the Centre, knowledge to that effect.

**11.**—(1) A Centre may engage such persons as are considered necessary from time to time for the proper conduct of the affairs of the Centre. Staff

(2) A Centre may make use of such services and facilities, including the services of a public servant on secondment, as are provided to it by a ministry, board, commission or agency of the Government of Ontario. Use of Government facilities

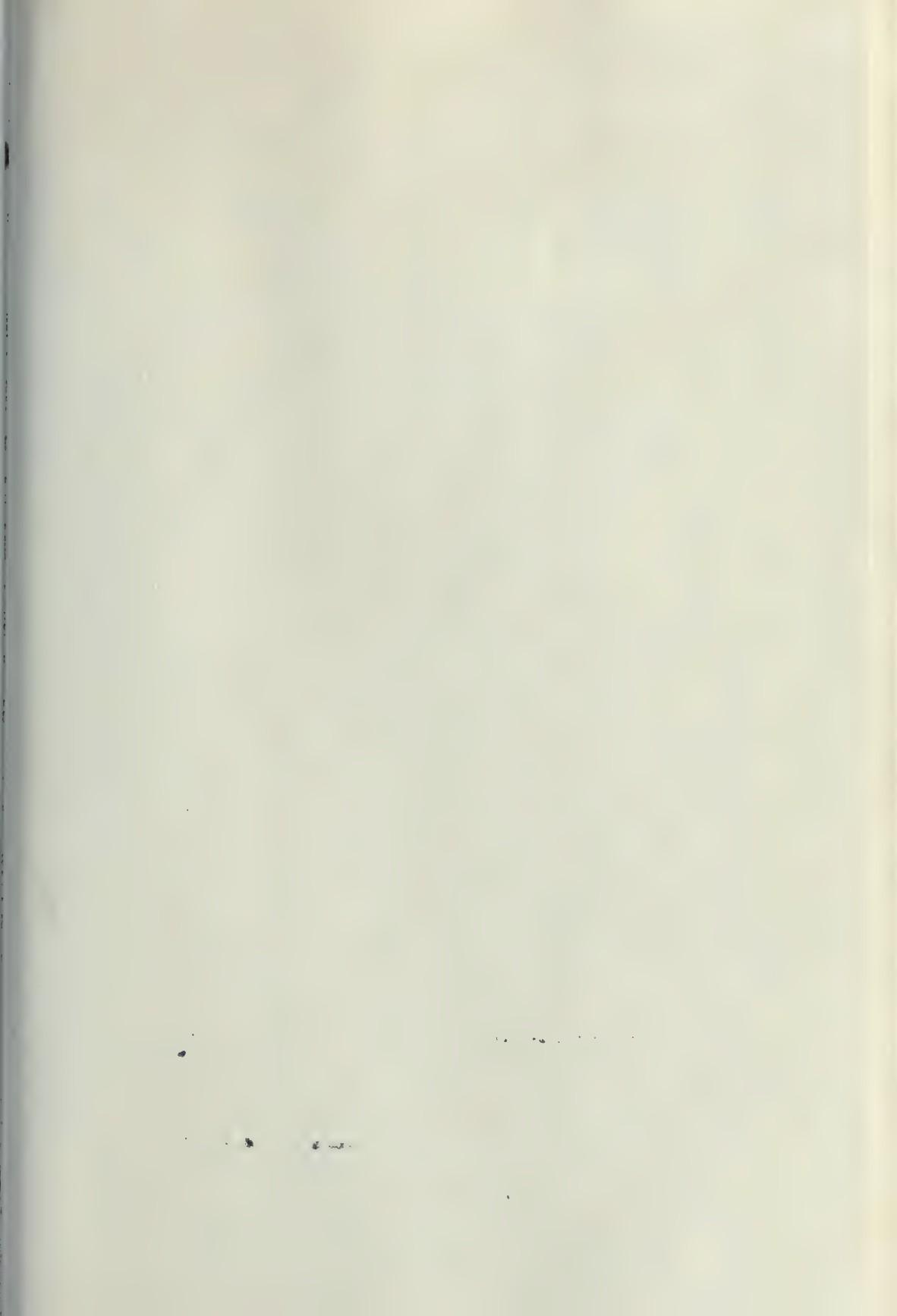
**12.**—(1) A Centre shall have a seal, which shall be adopted by a resolution or by-law of the Board. Seal

(2) The fiscal year of a Centre begins on the 1st day of April in each year and ends on the 31st day of March in the following year. Fiscal year

- Annual report      **13.**—(1) A Centre shall, after the close of each fiscal year, deliver to the Minister an annual report upon the affairs of the Centre signed by the chairman of the Board and one other director, and the Minister shall submit the report to the Lieutenant Governor in Council.
- Additional reports      (2) In addition to making an annual report under subsection (1), a Centre shall promptly upon request deliver to the Minister such other reports on its affairs as the Minister from time to time may require.
- Contents of annual report      (3) At least in every second annual report made under subsection (1), a Centre shall report to the Minister on whether or not it should continue in existence.
- Idem      (4) Subject to subsection 3 (2), where a Centre reports under subsection (3) that it should not continue in existence, it shall also recommend the most expeditious means by which its business and affairs may be terminated.
- Annual report      **14.** The Minister shall, after the close of each fiscal year, submit to the Lieutenant Governor in Council an annual report upon the affairs of the Centres, which shall include their audited financial statements, and shall then lay the report before the Assembly if it is in session or, if not, at the next ensuing session.
- Audit      **15.** The accounts and financial transactions of a Centre shall be audited annually, and reports of the audit shall be made to the Centre and to the Minister.
- Crown agency R.S.O. 1980,  
c. 106      **16.** A Centre is a Crown agency within the meaning of the *Crown Agency Act*.
- Commencement      **17.** This Act comes into force on the day it receives Royal Assent.
- Short title      **18.** The short title of this Act is the *Technology Centres Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR JULY 7, 1982

CLERK  
LEGISLATIVE ASSEMBLY







An Act to establish Technology Centres

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*1st Reading*

May 25th, 1982

*2nd Reading*

June 30th, 1982

*3rd Reading*

July 6th, 1982

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THE HON. G. W. WALKER  
Minister of Industry and Trade

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**BILL 125**

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*[Handwritten signature]*

2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Children's Law Reform Act**

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**THE HON. R. MCMURTRY**  
**Attorney General**

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TORONTO

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**BILL 125****1982**

**An Act to amend  
the Children's Law Reform Act**

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. The *Children's Law Reform Act*, being chapter 68 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following Part:<sup>amended Act,</sup>

**PART III**

**CUSTODY, ACCESS AND GUARDIANSHIP**

**INTERPRETATION**

18.—(1) In this Part,

Interpre-  
tation

- (a) “court” means a provincial court (family division), the Unified Family Court, a county or district court, the Supreme Court or a surrogate court exercising jurisdiction under section 72;
  - (b) “extra-provincial order” means an order, or that part of an order, of an extra-provincial tribunal that grants to a person custody of or access to a child;
  - (c) “extra-provincial tribunal” means a court or tribunal outside Ontario that has jurisdiction to grant to a person custody of or access to a child;
  - (d) “separation agreement” means an agreement that is a valid separation agreement under Part IV of the *Family Law Reform Act*.<sup>R.S.O. 1980,  
c. 152</sup>
- (2) A reference in this Part to a child is a reference to the child while a minor.<sup>Child</sup>

## Purposes

19. The purposes of this Part are,

- (a) to ensure that applications to the courts in respect of custody of, incidents of custody of, access to and guardianship for children will be determined on the basis of the best interests of the children;
- (b) to recognize that the concurrent exercise of jurisdiction by judicial tribunals of more than one province, territory or state in respect of the custody of the same child ought to be avoided, and to make provision so that the courts of Ontario will, unless there are exceptional circumstances, refrain from exercising or decline jurisdiction in cases where it is more appropriate for the matter to be determined by a tribunal having jurisdiction in another place with which the child has a closer connection;
- (c) to discourage the abduction of children as an alternative to the determination of custody rights by due process; and
- (d) to provide for the more effective enforcement of custody and access orders and for the recognition and enforcement of custody and access orders made outside Ontario.

## CUSTODY AND ACCESS

## Father and mother entitled to custody

20.—(1) Except as otherwise provided in this Part, the father and the mother of a child are equally entitled to custody of the child.

## Rights and responsibilities

(2) A person entitled to custody of a child has the rights and responsibilities of a parent in respect of the person of the child and must exercise those rights and responsibilities in the best interests of the child.

## Authority to act

(3) Where more than one person is entitled to custody of a child, any one of them may exercise the rights and accept the responsibilities of a parent on behalf of them in respect of the child.

## Where parents separate

(4) Where the parents of a child live separate and apart and the child lives with one of them with the consent, implied consent or acquiescence of the other of them, the right of the other to exercise the entitlement to custody and the incidents of custody, but not the entitlement to access, is suspended until a separation agreement or order otherwise provides.

## Access

(5) The entitlement to access to a child includes the right to visit with and be visited by the child and the same right as a parent to make inquiries and to be given information as to the health, education and welfare of the child.

(6) The entitlement to custody or access to a child terminates <sup>Marriage of child</sup>

(7) Any entitlement to custody or access or incidents of custody under this section is subject to alteration by an order of the court or by separation agreement. <sup>Entitlement subject to agreement or order</sup>

21. A parent of a child or any other person may apply to a court for an order respecting custody of or access to the child or determining any aspect of the incidents of custody of the child. <sup>Application for order</sup>

22.—(1) A court shall only exercise its jurisdiction to make an order for custody of or access to a child where, <sup>Jurisdiction</sup>

(a) the child is habitually resident in Ontario at the commencement of the application for the order;

(b) although the child is not habitually resident in Ontario, the court is satisfied,

(i) that the child is physically present in Ontario at the commencement of the application for the order,

(ii) that substantial evidence concerning the best interests of the child is available in Ontario,

(iii) that no application for custody of or access to the child is pending before an extra-provincial tribunal in another place where the child is habitually resident,

(iv) that no extra-provincial order in respect of custody of or access to the child has been recognized by a court in Ontario,

(v) that the child has a real and substantial connection with Ontario, and

(vi) that, on the balance of convenience, it is appropriate for jurisdiction to be exercised in Ontario.

(2) A child is habitually resident in the place where he resided, <sup>Habitual residence</sup>

(a) with both parents;

(b) where the parents are living separate and apart, with one parent under a separation agreement or with the consent, implied consent or acquiescence of the other or under a court order; or

- (c) with a person other than a parent on a permanent basis for a significant period of time,

whichever last occurred.

Abduction

(3) The removal or withholding of a child without the consent of the person having custody of the child does not alter the habitual residence of the child unless there has been acquiescence or undue delay in commencing due process by the person from whom the child is removed or withheld.

Serious  
harm  
to child

23. Notwithstanding sections 22 and 42, a court may exercise its jurisdiction to make or to vary an order in respect of the custody of or access to a child where,

- (a) the child is physically present in Ontario; and
- (b) the court is satisfied that the child would, on the balance of probabilities, suffer serious harm if,
  - (i) the child remains in the custody of the person legally entitled to custody of the child,
  - (ii) the child is returned to the custody of the person legally entitled to custody of the child, or
  - (iii) the child is removed from Ontario.

Merits of  
application  
for custody  
or access

24.—(1) The merits of an application under this Part in respect of custody of or access to a child shall be determined on the basis of the best interests of the child.

Best  
interests  
of child

(2) In determining the best interests of a child for the purposes of an application under this Part in respect of custody of or access to a child, a court shall consider all the needs and circumstances of the child including,

- (a) the love, affection and emotional ties between the child and,
  - (i) each person entitled to or claiming custody of or access to the child,
  - (ii) other members of the child's family who reside with the child, and
  - (iii) persons involved in the care and upbringing of the child;
- (b) the views and preferences of the child, where such views and preferences can reasonably be ascertained;

- (c) the length of time the child has lived in a stable home environment;
- (d) the ability and willingness of each person applying for custody of the child to provide the child with guidance and education, the necessities of life and any special needs of the child;
- (e) any plans proposed for the care and upbringing of the child;
- (f) the permanence and stability of the family unit with which it is proposed that the child will live; and
- (g) the relationship by blood or through an adoption order between the child and each person who is a party to the application.

(3) The past conduct of a person is not relevant to a determination of an application under this Part in respect of custody of or access to a child unless the conduct is relevant to the ability of the person to act as a parent of a child.

Past conduct

25. A court having jurisdiction under this Part in respect of custody or access may decline to exercise its jurisdiction where it is of the opinion that it is more appropriate for jurisdiction to be exercised outside Ontario.

Declining jurisdiction

26.—(1) Where an application under this Part in respect of custody of or access to a child has not been heard within six months after the commencement of the proceedings, the clerk or registrar of the court shall list the application for the court and give notice to the parties of the date and time when and the place where the court will fix a date for the hearing of the application.

Delay

(2) At a hearing of a matter listed by the clerk or registrar in accordance with subsection (1), the court by order may fix a date for the hearing of the application and may give such directions in respect of the proceedings and make such order in respect of the costs of the proceedings as the court considers appropriate.

Directions

(3) Where the court fixes a date under subsection (2), the court shall fix the earliest date that, in the opinion of the court, is compatible with a just disposition of the application.

Early date

27. Where an action for divorce is commenced under the *Divorce Act* (Canada), any application under this Part in respect of custody of or access to a child that has not been determined is stayed except by leave of the court.

Effect of divorce  
proceedings  
R.S.C. 1970,  
c. D-8

## CUSTODY AND ACCESS—ORDERS

Powers  
of court

28. The court to which an application is made under section 21,

- (a) by order may grant the custody of or access to the child to one or more persons;
- (b) by order may determine any aspect of the incidents of the right to custody or access; and
- (c) may make such additional order as the court considers necessary and proper in the circumstances.

Order  
varying  
an order

29. A court shall not make an order under this Part that varies an order in respect of custody or access made by a court in Ontario unless there has been a material change in circumstances that affects or is likely to affect the best interests of the child.

## CUSTODY AND ACCESS—ASSISTANCE TO COURT

Assessment  
of needs of  
child

30.—(1) The court before which an application is brought in respect of custody of or access to a child, by order, may appoint a person who has technical or professional skill to assess and report to the court on the needs of the child and the ability and willingness of the parties or any of them to satisfy the needs of the child.

When  
order  
may be  
made

(2) An order may be made under subsection (1) on or before the hearing of the application in respect of custody of or access to the child and with or without a request by a party to the application.

Agreement  
by parties

(3) The court shall, if possible, appoint a person agreed upon by the parties, but if the parties do not agree the court shall choose and appoint the person.

Consent  
to act

(4) The court shall not appoint a person under subsection (1) unless the person has consented to make the assessment and to report to the court within the period of time specified by the court.

Attendance  
for  
assessment

(5) In an order under subsection (1), the court may require the parties, the child and any other person who has been given notice of the proposed order, or any of them, to attend for assessment by the person appointed by the order.

Refusal  
to attend

(6) Where a person ordered under this section to attend for assessment refuses to attend or to undergo the assessment, the

court may draw such inferences in respect of the ability and willingness of any person to satisfy the needs of the child as the court considers appropriate.

(7) The person appointed under subsection (1) shall file his Report report with the clerk or registrar of the court.

(8) The clerk or registrar of the court shall give a copy of the Copies of report report to each of the parties and to counsel, if any, representing the child.

(9) The report mentioned in subsection (7) is admissible in Admissibility of report evidence in the application.

(10) Any of the parties, and counsel, if any, representing the Assessor child, may require the person appointed under subsection (1) to witness attend as a witness at the hearing of the application.

(11) Upon motion, the court by order may give such directions Directions in respect of the assessment as the court considers appropriate.

(12) The court shall require the parties to pay the fees and Fees and expenses of the person appointed under subsection (1).

(13) The court shall specify in the order the proportions or Idem. proportions amounts of the fees and expenses that the court requires each party or amounts to pay.

(14) The court may relieve a party from responsibility for payment of any of the fees and expenses of the person appointed under subsection (1) where the court is satisfied that payment would cause serious financial hardship to the party.

(15) The appointment of a person under subsection (1) does not prevent the parties or counsel representing the child from submitting other expert evidence as to the needs of the child and the ability and willingness of the parties or any of them to satisfy the needs of the child.

31.—(1) Upon an application for custody of or access to a Mediation child, the court, at the request of the parties, by order may appoint a person selected by the parties to mediate any matter specified in the order.

(2) The court shall not appoint a person under subsection (1) Consent to act unless the person,

(a) has consented to act as mediator; and

(b) has agreed to file a report with the court within the period of time specified by the court.

Duty of mediator	(3) It is the duty of a mediator to confer with the parties and endeavour to obtain an agreement in respect of the matter.
Form of report	(4) Before entering into mediation on the matter, the parties shall decide whether,
	(a) the mediator is to file a full report on the mediation, including anything that the mediator considers relevant to the matter in mediation; or
	(b) the mediator is to file a report that either sets out the agreement reached by the parties or states only that the parties did not reach agreement on the matter.
Filing of report	(5) The mediator shall file his report with the clerk or registrar of the court in the form decided upon by the parties under subsection (4).
Copies of report	(6) The clerk or registrar of the court shall give a copy of the report to each of the parties and to counsel, if any, representing the child.
Admissions made in the course of mediation	(7) Where the parties have decided that the mediator's report is to be in the form described in clause (4) (b), evidence of anything said or of any admission or communication made in the course of the mediation is not admissible in any proceeding except with the consent of all parties to the proceeding in which the order was made under subsection (1).
Fees and expenses	(8) The court shall require the parties to pay the fees and expenses of the mediator.
Idem, proportions or amounts	(9) The court shall specify in the order the proportions or amounts of the fees and expenses that the court requires each party to pay.
Idem, serious financial hardship	(10) The court may relieve a party from responsibility for payment of any of the fees and expenses of the mediator where the court is satisfied that payment would cause serious financial hardship to the party.
Official Guardian's report	32. In an application under this Part in respect of a child, the court may require the Official Guardian to cause an investigation to be made and to report to the court upon all matters relating to the custody, support and education of the child, in which case section 1 of the <i>Matrimonial Causes Act</i> shall apply with necessary modifications and, for the purpose, the applicant shall be deemed to be the petitioner.
R.S.O. 1980, c. 258	33.—(1) Where a court is of the opinion that it is necessary to receive further evidence from a place outside Ontario before
Further evidence	

making a decision, the court may send to the Attorney General, Minister of Justice or similar officer of the place outside Ontario such supporting material as may be necessary together with a request,

- (a) that the Attorney General, Minister of Justice or similar officer take such action as may be necessary in order to require a named person to attend before the proper tribunal in that place and produce or give evidence in respect of the subject-matter of the application; and
- (b) that the Attorney General, Minister of Justice or similar officer or the tribunal send to the court a certified copy of the evidence produced or given before the tribunal.

(2) A court that acts under subsection (1) may assess the cost of so acting against one or more of the parties to the application or may deal with such cost as costs in the cause. Cost of obtaining evidence

34.—(1) Where the Attorney General receives from an extra-provincial tribunal a request similar to that referred to in section 33 and such supporting material as may be necessary, it is the duty of the Attorney General to refer the request and the material to the proper court. Referral to court

(2) A court to which a request is referred by the Attorney General under subsection (1) shall require the person named in the request to attend before the court and produce or give evidence in accordance with the request. Obtaining evidence

#### CUSTODY AND ACCESS—ENFORCEMENT

35.—(1) Where an order is made for custody of or access to a child, a court may give such directions as it considers appropriate for the supervision of the custody or access by a person, a children's aid society or other body. Supervision of custody or access

(2) A court shall not direct a person, a children's aid society or other body to supervise custody or access as mentioned in subsection (1) unless the person, society or body has consented to act as supervisor. Consent to act

36. Upon application, a court may make an order restraining any person from molesting, annoying or harassing the applicant or a child in the lawful custody of the applicant and may require the respondent to enter into such recognizance, with or without sureties, or to post a bond as the court considers appropriate. Order restraining harassment

37.—(1) Where a court is satisfied upon application by a person in whose favour an order has been made for custody of or access to a child unlawfully withheld

Order where child unlawfully withheld

a child that there are reasonable and probable grounds for believing that any person is unlawfully withholding the child from the applicant, the court by order may authorize the applicant or someone on his behalf to apprehend the child for the purpose of giving effect to the rights of the applicant to custody or access, as the case may be.

**Order to locate and take child**

- (2) Where a court is satisfied upon application that there are reasonable and probable grounds for believing,
  - (a) that any person is unlawfully withholding a child from a person entitled to custody of or access to the child;
  - (b) that a person who is prohibited by court order or separation agreement from removing a child from Ontario proposes to remove the child or have the child removed from Ontario; or
  - (c) that a person who is entitled to access to a child proposes to remove the child or to have the child removed from Ontario and that the child is not likely to return,

the court by order may direct the sheriff or a police force, or both, having jurisdiction in any area where it appears to the court that the child may be, to locate, apprehend and deliver the child to the person named in the order.

**Application without notice**

- (3) An order may be made under subsection (2) upon an application without notice where the court is satisfied that it is necessary that action be taken without delay.

**Duty to act**

- (4) The sheriff or police force directed to act by an order under subsection (2) shall do all things reasonably able to be done to locate, apprehend and deliver the child in accordance with the order.

**Entry and search**

- (5) For the purpose of locating and apprehending a child in accordance with an order under subsection (2), a sheriff or a member of a police force may enter and search any place where he has reasonable and probable grounds for believing that the child may be with such assistance and such force as are reasonable in the circumstances.

**Time**

- (6) An entry or a search referred to in subsection (5) shall be made only between 6 a.m. and 9 p.m. standard time unless the court, in the order, authorizes entry and search at another time.

**Expiration of order**

- (7) An order made under subsection (2) shall name a date on which it expires, which shall be a date not later than six months after it is made unless the court is satisfied that a longer period of time is necessary in the circumstances.

(8) An application under subsection (1) or (2) may be made in an application for custody or access or at any other time. When application may be made

38.—(1) Where a court, upon application, is satisfied upon reasonable and probable grounds that a person prohibited by court order or separation agreement from removing a child from Ontario proposes to remove the child from Ontario, the court in order to prevent the removal of the child from Ontario may make an order under subsection (3). Application to prevent unlawful removal of child

(2) Where a court, upon application, is satisfied upon reasonable and probable grounds that a person entitled to access to a child proposes to remove the child from Ontario and is not likely to return the child to Ontario, the court in order to secure the prompt, safe return of the child to Ontario may make an order under subsection (3). Application to ensure return of child

(3) An order mentioned in subsection (1) or (2) may require a person to do any one or more of the following: Order by court

1. Transfer specific property to a named trustee to be held subject to the terms and conditions specified in the order.
2. Where payments have been ordered for the support of the child, make the payments to a specified trustee subject to the terms and conditions specified in the order.
3. Post a bond, with or without sureties, payable to the applicant in such amount as the court considers appropriate.
4. Deliver the person's passport, the child's passport and any other travel documents of either of them that the court may specify to the court or to an individual or body specified by the court.

(4) A provincial court (family division) shall not make an order under paragraph 1 of subsection (3). Idem, provincial court (family division)

(5) In an order under paragraph 1 of subsection (3), the court may specify terms and conditions for the return or the disposition of the property as the court considers appropriate. Terms and conditions

(6) A court or an individual or body specified by the court in an order under paragraph 4 of subsection (3) shall hold a passport or travel document delivered in accordance with the order in safekeeping in accordance with any directions set out in the order. Safekeeping

Directions	(7) In an order under subsection (3), a court may give such directions in respect of the safekeeping of the property, payments, passports or travel documents as the court considers appropriate.
Contempt of orders of provincial court (family division)	39.—(1) In addition to its powers in respect of contempt, every provincial court (family division) may punish by fine or imprisonment, or both, any wilful contempt of or resistance to its process or orders in respect of custody of or access to a child, but the fine shall not in any case exceed \$1,000 nor shall the imprisonment exceed ninety days.
Conditions of imprisonment	(2) An order for imprisonment under subsection (1) may be made conditional upon default in the performance of a condition set out in the order and may provide for the imprisonment to be served intermittently.
Information as to address	40.—(1) Where, upon application to a court, it appears to the court that,
	(a) for the purpose of bringing an application in respect of custody or access under this Part; or
	(b) for the purpose of the enforcement of an order for custody or access,
Exception	the proposed applicant or person in whose favour the order is made has need to learn or confirm the whereabouts of the proposed respondent or person against whom the order referred to in clause (b) is made, the court may order any person or public body to provide the court with such particulars of the address of the proposed respondent or person against whom the order referred to in clause (b) is made as are contained in the records in the custody of the person or body, and the person or body shall give the court such particulars as are contained in the records and the court may then give the particulars to such person or persons as the court considers appropriate.
Compliance with order	(2) A court shall not make an order on an application under subsection (1) where it appears to the court that the purpose of the application is to enable the applicant to identify or to obtain particulars as to the identity of a person who has custody of a child, rather than to learn or confirm the whereabouts of the proposed respondent or the enforcement of an order for custody or access.
Section binds Crown	(3) The giving of information in accordance with an order under subsection (1) shall be deemed for all purposes not to be a contravention of any Act or regulation or any common law rule of confidentiality.
	(4) This section binds the Crown in right of Ontario.

## CUSTODY AND ACCESS—EXTRA-PROVINCIAL MATTERS

## 41. Upon application, a court,

Interim  
powers of  
court

- (a) that is satisfied that a child has been wrongfully removed to or is being wrongfully retained in Ontario; or
- (b) that may not exercise jurisdiction under section 22 or that has declined jurisdiction under section 25 or 43,

may do any one or more of the following:

1. Make such interim order in respect of the custody or access as the court considers is in the best interests of the child.
2. Stay the application subject to,
  - i. the condition that a party to the application promptly commence a similar proceeding before an extra-provincial tribunal, or
  - ii. such other conditions as the court considers appropriate.
3. Order a party to return the child to such place as the court considers appropriate and, in the discretion of the court, order payment of the cost of the reasonable travel and other expenses of the child and any parties to or witnesses at the hearing of the application.

42.—(1) Upon application by any person in whose favour an order for the custody of or access to a child has been made by an extra-provincial tribunal, a court shall recognize the order unless the court is satisfied,

- (a) that the respondent was not given reasonable notice of the commencement of the proceeding in which the order was made;
- (b) that the respondent was not given an opportunity to be heard by the extra-provincial tribunal before the order was made;
- (c) that the law of the place in which the order was made did not require the extra-provincial tribunal to have regard for the best interests of the child;
- (d) that the order of the extra-provincial tribunal is contrary to public policy in Ontario; or

Effect of recognition of order	(e) that, in accordance with section 22, the extra-provincial tribunal would not have jurisdiction if it were a court in Ontario.
Conflicting orders	(2) An order made by an extra-provincial tribunal that is recognized by a court shall be deemed to be an order of the court and enforceable as such.
Further orders	(3) A court presented with conflicting orders made by extra-provincial tribunals for the custody of or access to a child that, but for the conflict, would be recognized and enforced by the court under subsection (1) shall recognize and enforce the order that appears to the court to be most in accord with the best interests of the child.
Superseding order, material change in circumstances	(4) A court that has recognized an extra-provincial order may make such further orders under this Part as the court considers necessary to give effect to the order.
	<p>43.—(1) Upon application, a court by order may supersede an extra-provincial order in respect of custody of or access to a child where the court is satisfied that there has been a material change in circumstances that affects or is likely to affect the best interests of the child and,</p> <ul style="list-style-type: none"> <li>(a) the child is habitually resident in Ontario at the commencement of the application for the order; or</li> <li>(b) although the child is not habitually resident in Ontario, the court is satisfied, <ul style="list-style-type: none"> <li>(i) that the child is physically present in Ontario at the commencement of the application for the order,</li> <li>(ii) that the child no longer has a real and substantial connection with the place where the extra-provincial order was made,</li> <li>(iii) that substantial evidence concerning the best interests of the child is available in Ontario,</li> <li>(iv) that the child has a real and substantial connection with Ontario, and</li> <li>(v) that, on the balance of convenience, it is appropriate for jurisdiction to be exercised in Ontario.</li> </ul> </li> </ul> <p>(2) A court may decline to exercise its jurisdiction under this section where it is of the opinion that it is more appropriate for jurisdiction to be exercised outside Ontario.</p>

44. Upon application, a court by order may supersede an extra-provincial order in respect of custody of or access to a child if the court is satisfied that the child would, on the balance of probability, suffer serious harm if,

Superseding  
order,  
serious  
harm

- (a) the child remains in the custody of the person legally entitled to custody of the child;
- (b) the child is returned to the custody of the person entitled to custody of the child; or
- (c) the child is removed from Ontario.

45. A copy of an extra-provincial order certified as a true copy by a judge, other presiding officer or registrar of the tribunal that made the order or by a person charged with keeping the orders of the tribunal is *prima facie* evidence of the making of the order, the content of the order and the appointment and signature of the judge, presiding officer, registrar or other person.

True copy  
of extra-  
provincial  
order

46. For the purposes of an application under this Part, a court may take notice, without requiring formal proof, of the law of a jurisdiction outside Ontario and of a decision of an extra-provincial tribunal.

Court may  
take notice  
of foreign  
law

47.—(1) In this section, “convention” means the Convention on the Civil Aspects of International Child Abduction, set out in the Schedule to this section.

Interpre-  
tation

(2) On, from and after the date the convention enters into force in respect of Ontario as set out in Article 43 of the convention, except as provided in subsection (3), the convention is in force in Ontario and the provisions thereof are law in Ontario.

Convention  
on Civil  
Aspects of  
International  
Child  
Abduction

(3) The Crown is not bound to assume any costs resulting under the convention from the participation of legal counsel or advisers or from court proceedings except in accordance with the *Legal Aid Act*.

R.S.O. 1980,  
c. 234

(4) The Ministry of the Attorney General shall be the Central Authority for Ontario for the purpose of the convention.

Central  
Authority

(5) An application may be made to a court in pursuance of a right or an obligation under the convention.

Application  
to court

(6) The Attorney General shall request the Government of Canada to submit a declaration to the Ministry of Foreign Affairs

Request  
to ratify  
convention

of the Kingdom of the Netherlands, declaring that the convention extends to Ontario.

Publication  
of date

(7) The Attorney General shall publish in *The Ontario Gazette* the date the convention comes into force in Ontario.

Regulations

(8) The Lieutenant Governor in Council may make such regulations as he considers necessary to carry out the intent and purpose of this section.

Conflict

(9) Where there is a conflict between this section and any other enactment, this section prevails.

## SCHEDULE

### CONVENTION ON THE CIVIL ASPECTS OF INTERNATIONAL CHILD ABDUCTION

The States signatory to the present Convention,

Firmly convinced that the interests of children are of paramount importance in matters relating to their custody,

Desiring to protect children internationally from the harmful effects of their wrongful removal or retention and to establish procedures to ensure their prompt return to the State of their habitual residence, as well as to secure protection for rights of access,

Have resolved to conclude a Convention to this effect and have agreed upon the following provisions:

#### CHAPTER I—SCOPE OF THE CONVENTION

##### *Article 1*

The objects of the present Convention are:

- (a) to secure the prompt return of children wrongfully removed to or retained in any Contracting State; and
- (b) to ensure that rights of custody and of access under the law of one Contracting State are effectively respected in the other Contracting States.

##### *Article 2*

Contracting States shall take all appropriate measures to secure within their territories the implementation of the objects of the Convention. For this purpose they shall use the most expeditious procedures available.

##### *Article 3*

The removal or the retention of a child is to be considered wrongful where:

- (a) it is in breach of rights of custody attributed to a person, an institution or any other body, either jointly or alone, under the law of the State in which the child was habitually resident immediately before the removal or retention; and

- (b) at the time of removal or retention those rights were actually exercised, either jointly or alone, or would have been so exercised but for the removal or retention.

The rights of custody mentioned in sub-paragraph (a) above, may arise in particular by operation of law or by reason of a judicial or administrative decision, or by reason of an agreement having legal effect under the law of that State.

#### *Article 4*

The Convention shall apply to any child who was habitually resident in a Contracting State immediately before any breach of custody or access rights. The Convention shall cease to apply when the child attains the age of 16 years.

#### *Article 5*

For the purposes of this Convention:

- (a) 'rights of custody' shall include rights relating to the care of the person of the child and, in particular, the right to determine the child's place of residence;
- (b) 'rights of access' shall include the right to take a child for a limited period of time to a place other than the child's habitual residence.

### CHAPTER II—CENTRAL AUTHORITIES

#### *Article 6*

A Contracting State shall designate a Central Authority to discharge the duties which are imposed by the Convention upon such authorities.

Federal States, States with more than one system of law or States having autonomous territorial organizations shall be free to appoint more than one Central Authority and to specify the territorial extent of their powers. Where a State has appointed more than one Central Authority, it shall designate the Central Authority to which applications may be addressed for transmission to the appropriate Central Authority within that State.

#### *Article 7*

Central Authorities shall co-operate with each other and promote co-operation amongst the competent authorities in their respective States to secure the prompt return of children and to achieve the other objects of this Convention.

In particular, either directly or through any intermediary, they shall take all appropriate measures:

- (a) to discover the whereabouts of a child who has been wrongfully removed or retained;
- (b) to prevent further harm to the child or prejudice to interested parties by taking or causing to be taken provisional measures;
- (c) to secure the voluntary return of the child or to bring about an amicable resolution of the issues;
- (d) to exchange, where desirable, information relating to the social background of the child;

- (e) to provide information of a general character as to the law of their State in connection with the application of the Convention;
- (f) to initiate or facilitate the institution of judicial or administrative proceedings with a view to obtaining the return of the child and, in a proper case, to make arrangements for organizing or securing the effective exercise of rights of access;
- (g) where the circumstances so require, to provide or facilitate the provision of legal aid and advice, including the participation of legal counsel and advisers;
- (h) to provide such administrative arrangements as may be necessary and appropriate to secure the safe return of the child;
- (i) to keep each other informed with respect to the operation of this Convention and, as far as possible, to eliminate any obstacles to its application.

### CHAPTER III—RETURN OF CHILDREN

#### *Article 8*

Any person, institution or other body claiming that a child has been removed or retained in breach of custody rights may apply either to the Central Authority of the child's habitual residence or to the Central Authority of any other Contracting State for assistance in securing the return of the child.

The application shall contain:

- (a) information concerning the identity of the applicant, of the child and of the person alleged to have removed or retained the child;
- (b) where available, the date of birth of the child;
- (c) the grounds on which the applicant's claim for return of the child is based;
- (d) all available information relating to the whereabouts of the child and the identity of the person with whom the child is presumed to be.

The application may be accompanied or supplemented by:

- (e) an authenticated copy of any relevant decision or agreement;
- (f) a certificate or an affidavit emanating from a Central Authority, or other competent authority of the State of the child's habitual residence, or from a qualified person, concerning the relevant law of that State;
- (g) any other relevant document.

#### *Article 9*

If the Central Authority which receives an application referred to in Article 8 has reason to believe that the child is in another Contracting State, it shall directly and without delay transmit the application to the Central Authority of that Contracting State and inform the requesting Central Authority, or the applicant, as the case may be.

*Article 10*

The Central Authority of the State where the child is shall take or cause to be taken all appropriate measures in order to obtain the voluntary return of the child.

*Article 11*

The judicial or administrative authorities of Contracting States shall act expeditiously in proceedings for the return of children.

If the judicial or administrative authority concerned has not reached a decision within six weeks from the date of commencement of the proceedings, the applicant or the Central Authority of the requested State, on its own initiative or if asked by the Central Authority of the requesting State, shall have the right to request a statement of the reasons for the delay. If a reply is received by the Central Authority of the requested State, that Authority shall transmit the reply to the Central Authority of the requesting State, or to the applicant, as the case may be.

*Article 12*

Where a child has been wrongfully removed or retained in terms of Article 3 and, at the date of the commencement of the proceedings before the judicial or administrative authority of the Contracting State where the child is, a period of less than one year has elapsed from the date of the wrongful removal or retention, the authority concerned shall order the return of the child forthwith.

The judicial or administrative authority, even where the proceedings have been commenced after the expiration of the period of one year referred to in the preceding paragraph, shall also order the return of the child, unless it is demonstrated that the child is now settled in its new environment.

Where the judicial or administrative authority in the requested State has reason to believe that the child has been taken to another State, it may stay the proceedings or dismiss the application for the return of the child.

*Article 13*

Notwithstanding the provisions of the preceding Article, the judicial or administrative authority of the requested State is not bound to order the return of the child if the person, institution or other body which opposes its return establishes that:

- (a) the person, institution or other body having the care of the person of the child was not actually exercising the custody rights at the time of removal or retention, or had consented to or subsequently acquiesced in the removal or retention; or
- (b) there is a grave risk that his or her return would expose the child to physical or psychological harm or otherwise place the child in an intolerable situation.

The judicial or administrative authority may also refuse to order the return of the child if it finds that the child objects to being returned and has attained an age and degree of maturity at which it is appropriate to take account of its views.

In considering the circumstances referred to in this Article, the judicial and administrative authorities shall take into account the information relating to the social background of the child provided by the Central Authority or other competent authority of the child's habitual residence.

*Article 14*

In ascertaining whether there has been a wrongful removal or retention within the meaning of Article 3, the judicial or administrative authorities of the requested State may take notice directly of the law of, and of judicial or administrative decisions, formally recognized or not in the State of the habitual residence of the child, without recourse to the specific procedures for the proof of that law or for the recognition of foreign decisions which would otherwise be applicable.

*Article 15*

The judicial or administrative authorities of a Contracting State may, prior to the making of an order for the return of the child, request that the applicant obtain from the authorities of the State of the habitual residence of the child a decision or other determination that the removal or retention was wrongful within the meaning of Article 3 of the Convention, where such a decision or determination may be obtained in that State. The Central Authorities of the Contracting States shall so far as practicable assist applicants to obtain such a decision or determination.

*Article 16*

After receiving notice of a wrongful removal or retention of a child in the sense of Article 3, the judicial or administrative authorities of the Contracting State to which the child has been removed or in which it has been retained shall not decide on the merits of rights of custody until it has been determined that the child is not to be returned under this Convention or unless an application under this Convention is not lodged within a reasonable time following receipt of the notice.

*Article 17*

The sole fact that a decision relating to custody has been given in or is entitled to recognition in the requested State shall not be a ground for refusing to return a child under this Convention, but the judicial or administrative authorities of the requested State may take account of the reasons for that decision in applying this Convention.

*Article 18*

The provisions of this Chapter do not limit the power of a judicial or administrative authority to order the return of the child at any time.

*Article 19*

A decision under this Convention concerning the return of the child shall not be taken to be a determination on the merits of any custody issue.

*Article 20*

The return of the child under the provisions of Article 12 may be refused if this would not be permitted by the fundamental principles of the requested State relating to the protection of human rights and fundamental freedoms.

## CHAPTER IV—RIGHTS OF ACCESS

*Article 21*

An application to make arrangements for organizing or securing the effective exercise of rights of access may be presented to the Central Authorities of the Contracting States in the same way as an application for the return of a child.

The Central Authorities are bound by the obligations of co-operation which are set forth in Article 7 to promote the peaceful enjoyment of access rights and the fulfilment of any conditions to which the exercise of those rights may be subject. The Central Authorities shall take steps to remove, as far as possible, all obstacles to the exercise of such rights.

The Central Authorities, either directly or through intermediaries, may initiate or assist in the institution of proceedings with a view to organizing or protecting these rights and securing respect for the conditions to which the exercise of these rights may be subject.

#### CHAPTER V—GENERAL PROVISIONS

##### *Article 22*

No security, bond or deposit, however described, shall be required to guarantee the payment of costs and expenses in the judicial or administrative proceedings falling within the scope of this Convention.

##### *Article 23*

No legalization or similar formality may be required in the context of this Convention.

##### *Article 24*

Any application, communication or other document sent to the Central Authority of the requested State shall be in the original language, and shall be accompanied by a translation into the official language or one of the official languages of the requested State or, where that is not feasible, a translation into French or English.

However, a Contracting State may, by making a reservation in accordance with Article 42, object to the use of either French or English, but not both, in any application, communication or other document sent to its Central Authority.

##### *Article 25*

Nationals of the Contracting States and persons who are habitually resident within those States shall be entitled in matters concerned with the application of this Convention to legal aid and advice in any other Contracting State on the same conditions as if they themselves were nationals of and habitually resident in that State.

##### *Article 26*

Each Central Authority shall bear its own costs in applying this Convention.

Central Authorities and other public services of Contracting States shall not impose any charges in relation to applications submitted under this Convention. In particular, they may not require any payment from the applicant towards the costs and expenses of the proceedings or, where applicable, those arising from the participation of legal counsel or advisers. However, they may require the payment of the expenses incurred or to be incurred in implementing the return of the child.

However, a Contracting State may, by making a reservation in accordance with Article 42, declare that it shall not be bound to assume any costs referred to in the preceding paragraph resulting from the participation of legal counsel or advisers or from court proceedings, except insofar as those costs may be covered by its system of legal aid and advice.

Upon ordering the return of a child or issuing an order concerning rights of access under this Convention, the judicial or administrative authorities may, where appropriate, direct the person who removed or retained the child, or who prevented the exercise of rights of access, to pay necessary expenses incurred by or on behalf of the applicant, including travel expenses, any costs incurred or payments made for locating the child, the costs of legal representation of the applicant, and those of returning the child.

#### *Article 27*

When it is manifest that the requirements of this Convention are not fulfilled or that the application is otherwise not well founded, a Central Authority is not bound to accept the application. In that case, the Central Authority shall forthwith inform the applicant or the Central Authority through which the application was submitted, as the case may be, of its reasons.

#### *Article 28*

A Central Authority may require that the application be accompanied by a written authorization empowering it to act on behalf of the applicant, or to designate a representative so to act.

#### *Article 29*

This Convention shall not preclude any person, institution or body who claims that there has been a breach of custody or access rights within the meaning of Article 3 or 21 from applying directly to the judicial or administrative authorities of a Contracting State, whether or not under the provisions of this Convention.

#### *Article 30*

Any application submitted to the Central Authorities or directly to the judicial or administrative authorities of a Contracting State in accordance with the terms of this Convention, together with documents and any other information appended thereto or provided by a Central Authority, shall be admissible in the courts or administrative authorities of the Contracting States.

#### *Article 31*

In relation to a State which in matters of custody of children has two or more systems of law applicable in different territorial units:

- (a) any reference to habitual residence in that State shall be construed as referring to habitual residence in a territorial unit of that State;
- (b) any reference to the law of the State of habitual residence shall be construed as referring to the law of the territorial unit in that State where the child habitually resides.

#### *Article 32*

In relation to a State which in matters of custody of children has two or more systems of law applicable to different categories of persons, any reference to the law of that State shall be construed as referring to the legal system specified by the law of that State.

#### *Article 33*

A State within which different territorial units have their own rules of law in respect of custody of children shall not be bound to apply this Convention where a State with a unified system of law would not be bound to do so.

*Article 34*

This Convention shall take priority in matters within its scope over the *Convention of 5 October 1961 concerning the powers of authorities and the law applicable in respect of the protection of minors*, as between Parties to both Conventions. Otherwise the present Convention shall not restrict the application of an international instrument in force between the State of origin and the State addressed or other law of the State addressed for the purposes of obtaining the return of a child who has been wrongfully removed or retained or of organizing access rights.

*Article 35*

This Convention shall apply as between Contracting States only to wrongful removals or retentions occurring after its entry into force in those States.

Where a declaration has been made under Article 39 or 40, the reference in the preceding paragraph to a Contracting State shall be taken to refer to the territorial unit or units in relation to which this Convention applies.

*Article 36*

Nothing in this Convention shall prevent two or more Contracting States, in order to limit the restrictions to which the return of the child may be subject, from agreeing among themselves to derogate from any provisions of this Convention which may imply such a restriction.

## CHAPTER VI—FINAL CLAUSES

*Article 37*

The Convention shall be open for signature by the States which were Members of the Hague Conference on Private International Law at the time of its Fourteenth Session.

It shall be ratified, accepted or approved and the instruments of ratification, acceptance or approval shall be deposited with the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

*Article 38*

Any other State may accede to the Convention.

The instrument of accession shall be deposited with the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

The Convention shall enter into force for a State acceding to it on the first day of the third calendar month after the deposit of its instrument of accession.

The accession will have effect only as regards the relations between the acceding State and such Contracting States as will have declared their acceptance of the accession. Such a declaration will also have to be made by any Member State ratifying, accepting or approving the Convention after an accession. Such declaration shall be deposited at the Ministry of Foreign Affairs of the Kingdom of the Netherlands; this Ministry shall forward, through diplomatic channels, a certified copy to each of the Contracting States.

The Convention will enter into force as between the acceding State and the State that has declared its acceptance of the accession on the first day of the third calendar month after the deposit of the declaration of acceptance.

*Article 39*

Any State may, at the time of signature, ratification, acceptance, approval or accession, declare that the Convention shall extend to all the territories for the international relations of which it is responsible, or to one or more of them. Such a declaration shall take effect at the time the Convention enters into force for that State.

Such declaration, as well as any subsequent extension, shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

*Article 40*

If a Contracting State has two or more territorial units in which different systems of law are applicable in relation to matters dealt with in this Convention, it may at the time of signature, ratification, acceptance, approval or accession declare that this Convention shall extend to all its territorial units or only to one or more of them and may modify this declaration by submitting another declaration at any time.

Any such declaration shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands and shall state expressly the territorial units to which the Convention applies.

*Article 41*

Where a Contracting State has a system of government under which executive, judicial and legislative powers are distributed between central and other authorities within that State, its signature or ratification, acceptance or approval of, or accession to this Convention, or its making of any declaration in terms of Article 40 shall carry no implication as to the internal distribution of powers within that State.

*Article 42*

Any State may, not later than the time of ratification, acceptance, approval or accession, or at the time of making a declaration in terms of Article 39 or 40, make one or both of the reservations provided for in Article 24 and Article 26, third paragraph. No other reservation shall be permitted.

Any State may at any time withdraw a reservation it has made. The withdrawal shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands.

The reservation shall cease to have effect on the first day of the third calendar month after the notification referred to in the preceding paragraph.

*Article 43*

The Convention shall enter into force on the first day of the third calendar month after the deposit of the third instrument of ratification, acceptance, approval or accession referred to in Articles 37 and 38.

Thereafter the Convention shall enter into force:

1. for each State ratifying, accepting, approving or acceding to it subsequently, on the first day of the third calendar month after the deposit of its instrument of ratification, acceptance, approval or accession;
2. for any territory or territorial unit to which the Convention has been extended in conformity with Article 39 or 40, on the first day of the third calendar month after the notification referred to in that Article.

*Article 44*

The Convention shall remain in force for five years from the date of its entry into force in accordance with the first paragraph of Article 43 even for States which subsequently have ratified, accepted, approved it or acceded to it. If there has been no denunciation, it shall be renewed tacitly every five years.

Any denunciation shall be notified to the Ministry of Foreign Affairs of the Kingdom of the Netherlands at least six months before the expiry of the five year period. It may be limited to certain of the territories or territorial units to which the Convention applies.

The denunciation shall have effect only as regards the State which has notified it. The Convention shall remain in force for the other Contracting States.

*Article 45*

The Ministry of Foreign Affairs of the Kingdom of the Netherlands shall notify the States Members of the Conference, and the States which have acceded in accordance with Article 38, of the following:

1. the signatures and ratifications, acceptances and approvals referred to in Article 37;
2. the accessions referred to in Article 38;
3. the date on which the Convention enters into force in accordance with Article 43;
4. the extensions referred to in Article 39;
5. the declarations referred to in Articles 38 and 40;
6. the reservations referred to in Article 24 and Article 26, third paragraph, and the withdrawals referred to in Article 42;
7. the denunciations referred to in Article 44.

Done at The Hague, on the 25th day of October, 1980.

#### GUARDIANSHIP

48.—(1) Upon application, by a parent of a child or any other person, a court may appoint a guardian of the property of the child. Appointment of guardian

(2) A guardian of the property of a child has charge of and is responsible for the care and management of the property of the child. Responsibility of guardian

49.—(1) As between themselves and subject to any court order or any agreement between them, the parents of a child are equally entitled to be appointed by a court as guardians of the property of the child. Parents as guardians

(2) As between a parent of a child and a person who is not a parent of the child, the parent has a preferential entitlement to be appointed by a court as a guardian of the property of the child. Parent and other person

More than one guardian	(3) A court may appoint more than one guardian of the property of a child.
Guardians jointly responsible	(4) Where more than one guardian is appointed of the property of a child, the guardians are jointly responsible for the care and management of the property of the child.
Criteria	<p>50. In deciding an application for the appointment of a guardian of the property of a child, the court shall consider all the circumstances, including,</p> <ul style="list-style-type: none"> <li>(a) the ability of the applicant to manage the property of the child;</li> <li>(b) the merits of any plans proposed by the applicant for the care and management of the property of the child; and</li> <li>(c) the views and preferences of the child, where such views and preferences can reasonably be ascertained.</li> </ul>
Effect of appointment	51. The appointment of a guardian by a court under this Part has effect in all parts of Ontario.
Payment of debt due to child	<p>52.—(1) Where a person is under a duty to pay money or deliver personal property to a child and no guardian of the property of the child has been appointed, the payment of not more than \$2,000 or the delivery of the personal property to a value of not more than \$2,000 in a year to,</p> <ul style="list-style-type: none"> <li>(a) the child, if the child is married;</li> <li>(b) a parent with whom the child resides; or</li> <li>(c) a person who has lawful custody of the child,</li> </ul> <p>discharges the duty to the extent of the amount paid or the value of the personal property delivered, but the total amount paid, or total value of property delivered, under this subsection in respect of the same obligation shall not exceed \$5,000.</p>
Money payable under judgment	(2) Subsection (1) does not apply in respect of money payable under a judgment or order of a court.
Receipt for payment	(3) A receipt or discharge for money or personal property not in excess of the amount or value set out in subsection (1) received for a child by a parent with whom the child resides or a person who has lawful custody of the child has the same validity as if a court had appointed the parent or the person as a guardian of the property of the child.
Responsibility for money or property	(4) A parent with whom a child resides or a person who has lawful custody of a child who receives and holds money or personal property referred to in subsection (1) has the responsibility of a

guardian for the care and management of the money or personal property.

53. A guardian of the property of a child may be required to account or may voluntarily pass his accounts in respect of his care and management of the property of the child in the same manner as a trustee under a will may be required to account or may pass his accounts in respect of his trusteeship.

54. A guardian of the property of a child shall transfer to the child all property of the child in the care of the guardian when the child attains the age of eighteen years.

55. A guardian of the property of a child is entitled to payment of a reasonable amount for his fees for and expenses of management of the property of the child.

56.—(1) A court that appoints a guardian of the property of a child shall require the guardian to post a bond, with or without sureties, payable to the child in such amount as the court considers appropriate in respect of the care and management of the property of the child.

(2) Subsection (1) does not apply where the court appoints a parent of a child as guardian of the property of the child and the court is of the opinion that it is appropriate not to require the parent to post a bond.

57. Upon application by a married child, the court that appointed a guardian of the property of the child or a co-ordinate court by order shall end the guardianship for the child.

58.—(1) A guardian of the property of a child may be removed by a court for the same reasons for which a trustee may be removed.

(2) A guardian of the property of a child, with the permission of a court, may resign his office upon such conditions as the court considers appropriate.

59. A notice of every application to a court for appointment of a guardian of the property of a child shall be transmitted by the registrar or clerk of the court to the Surrogate Clerk for Ontario.

#### DISPOSITION OF PROPERTY

60.—(1) Upon application by the parent of a child or any other person, the Supreme Court by order may require or approve, or both,

	(a) the disposition or encumbrance of all or part of the interest of the child in land;
	(b) the sale of the interest of the child in personal property; or
	(c) the payment of all or part of any money belonging to the child or of the income from any property belonging to the child, or both.
Criteria	(2) An order shall be made under subsection (1) only where the Supreme Court is of the opinion that the disposition, encumbrance, sale or payment is necessary or proper for the support or education of the child or will substantially benefit the child.
Conditions	(3) An order under subsection (1) may be made subject to such conditions as the Supreme Court considers appropriate.
Limitation	(4) The Supreme Court shall not require or approve a disposition or encumbrance of the interest of a child in land contrary to a term of the instrument by which the child acquired the interest.
Execution of documents	(5) The Supreme Court, where it makes an order under subsection (1), may order that the child or another person named in the order execute any documents necessary to carry out the disposition, encumbrance, sale or payment.
Directions	(6) The Supreme Court by order may give such directions as it considers necessary for the carrying out of an order made under subsection (1).
Validity of documents	(7) Every document executed in accordance with an order under this section is as effectual as if the child by whom it was executed was eighteen years of age or, if executed by another person in accordance with the order, as if the child had executed it and had been eighteen years of age at the time.
Liability	(8) No person incurs or shall be deemed to incur liability by making a payment in accordance with an order under clause (1)(c).
Order for maintenance where power of appointment in favour of children	61.—(1) Upon application by or with the consent of a person who has an estate for life in property with power to devise or appoint the property to one or more of his children, the Supreme Court may order that such part of the proceeds of the property as the Supreme Court considers proper be used for the support, education or benefit of one or more of the children.
Idem	(2) An order may be made under subsection (1) whether or not,

- (a) there is a gift over in the event that there are no children to take under the power; or
- (b) any person could dispose of the property in the event that there are no children to take under the power.

#### TESTAMENTARY CUSTODY AND GUARDIANSHIP

- 62.—(1) A person entitled to custody of a child may appoint by will one or more persons to have custody of the child after the death of the appointor. *Custody, appointment by will*
- (2) A guardian of the property of a child may appoint by will one or more persons to be guardians of the property of the child after the death of the appointor. *Guardianship, appointment by will*
- (3) An unmarried parent who is a minor may make an appointment mentioned in subsection (1) or (2) by a written appointment signed by the parent. *Appointment by minor*
- (4) An appointment under subsection (1), (2) or (3) is effective only, *Limitation*
- (a) if the appointor is the only person entitled to custody of the child or who is the guardian of the property of the child, as the case requires, on the day immediately before the appointment is to take effect; or
  - (b) if the appointor and any other person entitled to custody of the child or who is the guardian of the property of the child, as the case requires, die at the same time or in circumstances that render it uncertain which survived the other.
- (5) Where two or more persons are appointed to have custody of or to be guardians of the property of a child by appointors who die as mentioned in clause (4) (b), only the appointments of the persons appointed by both or all of the appointors are effective. *Where more than one appointment*
- (6) No appointment under subsection (1), (2) or (3) is effective without the consent of the person appointed. *Consent of appointee*
- (7) An appointment under subsection (1), (2) or (3) for custody of a child or guardianship of the property of a child expires ninety days after the appointment becomes effective or, where the appointee applies under this Part for custody of the child or guardianship of the property of the child within the ninety-day period, when the application is disposed of. *Expiration of appointment*
- (8) An appointment under this section does not apply to prevent an application for or the making of an order under section 21 or 48. *Application or order under ss. 21, 48*

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| Application  | (9) This section applies in respect of,   |
|  | (a) any will made on or after the day this section comes into force; and  |
|  | (b) any will made before the day this section comes into force, if the testator is living on the day this section comes into force.   |
| <b>PROCEDURE</b>                                     |   |
| Joinder of proceedings<br><br>R.S.O. 1980,<br>c. 152 | 63.—(1) An application under this Part may be made in the same proceeding and in the same manner as an application under the <i>Family Law Reform Act</i> , or in another proceeding.   |
| Nature of order                                      | (2) An application under this Part may be an original application or for the variance of an order previously given or to supersede an order of an extra-provincial tribunal.  |
| Parties  | (3) The parties to an application under this Part in respect of a child shall include,  |
|  | (a) the mother and the father of the child;   |
|  | (b) a person who has demonstrated a settled intention to treat the child as a child of his or her family;   |
|  | (c) a person who had the actual care and upbringing of the child immediately before the application; and  |
|  | (d) any other person whose presence as a party is necessary to determine the matters in issue.  |
| Combining of applications                            | (4) Where, in an application under this Part, it appears to the court that it is necessary or desirable in the best interests of the child to have other matters first or simultaneously determined, the court may direct that the application stand over until such other proceedings are brought or determined as the court considers appropriate, subject to section 26. |
| Where identity of father not known                   | (5) Where there is no presumption of paternity and the identity of the father is not known or is not reasonably capable of being ascertained, the court may order substituted service or may dispense with service of documents upon the father in the proceeding.  |
| Application or response by minor                     | 64.—(1) A minor who is a spouse may make an application under this Part without a next friend and may respond without a guardian <i>ad litem</i> .  |
| Consent by minor                                     | (2) A consent in respect of a matter provided for by this Part is not invalid by reason only that the person giving the consent is a minor.   |

65.—(1) In considering an application under this Part, a court where possible shall take into consideration the views and preferences of the child to the extent that the child is able to express them.

(2) The court may interview the child to determine the views and preferences of the child.

(3) The interview shall be recorded.

Recording

(4) The child is entitled to be advised by and to have his counsel, if any, present during the interview.

66. Nothing in this Part abrogates the right of a child of sixteen or more years of age to withdraw from parental control.

Where child  
is sixteen  
or more  
years old

67. Except as otherwise provided, where an application is made to a court under this Part, no person who is a party to the proceeding shall make an application under this Part to any other court in respect of a matter in issue in the proceeding, but the court may order that the proceedings be transferred to a court having other jurisdiction where, in the opinion of the court, the court having other jurisdiction is more appropriate to determine the matters in issue that should be determined at the same time.

All  
proceedings  
in one court

68. The court may exclude the public from a hearing, or any part thereof, where, in the opinion of the presiding judge, the desirability of protecting against the consequences of possible disclosure of intimate financial or personal matters outweighs the desirability of holding the hearing in public and the court by order may prohibit the publication of any matter connected with the application or given in evidence at the hearing.

Closed  
hearings

69.—(1) Upon the consent of the parties in an application under this Part, the court may make any order that the court is otherwise empowered to make by this Part, subject to the duty of the court to have regard to the best interests of the child.

Consent  
orders

(2) Any matter provided for in this Part and in a domestic contract as defined in the *Family Law Reform Act* may be incorporated in an order made under this Part.

Incorporation  
of contract  
in order  
R.S.O. 1980,  
c. 152

70. Where a domestic contract as defined in the *Family Law Reform Act* makes provision in respect of a matter that is provided for in this Part, the contract prevails except as otherwise provided in Part IV of the *Family Law Reform Act*.

71. This Part does not deprive the Supreme Court of its *parens patriae* jurisdiction.

Jurisdiction  
of  
Supreme Court

Surrogate court

72. Where, in a proceeding in respect of an estate, an issue arises with respect to the custody of, access to or guardianship of the property of a child, a surrogate court may exercise the jurisdiction of a court under this Part.

Order made under R.S.O. 1980, c. 292

73. An application to vary an order made by a surrogate court under the *Minors Act* shall be made to a county or district court.

Place of application for interim order

74.—(1) An application for an interim order shall be made to the court in which the original proceeding was taken.

Place of application to vary order

(2) An application under this Part to vary an order may be made to the court in which the original proceeding was taken or to a co-ordinate court in another part of Ontario.

Interim order

75. In a proceeding under this Part, the court may make such interim order as the court considers appropriate.

Appeal from provincial court (family division)

76. An appeal from an order of a provincial court (family division) under this Part lies to the county or district court in the county or district in which the provincial court (family division) is situated.

Order effective pending appeal

77. An order under this Part is effective notwithstanding that an appeal is taken from the order, unless the court that made the order or the court to which the appeal is taken orders otherwise.

Rule of construction

78.—(1) For the purposes of construing any instrument, Act or regulation, unless the contrary intention appears, a reference to a guardian with respect to the person of a child shall be construed to refer to custody of the child and a reference to a guardian with respect to property of a child shall be construed to refer to guardianship of the property of the child.

Application

(2) Subsection (1) applies to any instrument, any Act of the Legislature or any regulation, order or by-law made under an Act of the Legislature enacted or made before, on or after the day this section comes into force.

Application of Part to order under R.S.O. 1980, cc. 292, 152; R.S.O. 1970, c. 128

79. This Part applies to an outstanding order for custody or guardianship of or access to a child made under the *Minors Act* (repealed by section 4 of the *Children's Law Reform Amendment Act, 1981*), the *Family Law Reform Act* or *The Deserted Wives' and Children's Maintenance Act* (repealed by *The Family Law Reform Act, 1978*) as if the order were made under this Part.

## COMPLEMENTARY AMENDMENTS

**2.—(1)** Paragraph 22 of subsection 1 (1) of the *Education Act*, being R.S.O. 1980, c. 129, is repealed and the following substituted therefor:

R.S.O. 1980,  
c. 129,  
s. 1 (1), par.  
22,  
re-enacted

22. “guardian” means a person who has lawful custody of a child, other than the parent of the child.

(2) Section 17 of the said Act is amended by striking out “in law” s. 17, in the second line and inserting in lieu thereof “in section 1” <sup>s. 17, amended</sup> and by striking out “or legal custody” in the fifth line.

**3.—(1)** Subsection 20 (1) of the *Family Law Reform Act*, being chapter 152 of the Revised Statutes of Ontario, 1980, is amended R.S.O. 1980, c. 152, s. 20 (1), amended by striking out “or custody” in the third line.

(2) Clause 26 (1) (b) of the said Act is amended by striking out <sup>s. 26 (1) (b),  
amended</sup> “custody or access” in the second line.

(3) Section 35 of the said Act is repealed and the following substituted therefor:

35. An application for custody or access under the *Children’s Law Reform Act* may be joined with an application under this Act, but the court may direct that an application for support stand over until an application for custody has been determined.

Joinder of actions  
R.S.O. 1980,  
c. 68

**4.—(1)** The *Minors Act*, being chapter 292 of the Revised Statutes of Ontario, 1980, is repealed.

R.S.O. 1980,  
c. 292,  
repealed

(2) Where an application is made under the *Minors Act* or under section 35 of the *Family Law Reform Act* before subsection (1) comes into force and no evidence has been heard in the proceeding before subsection (1) comes into force, other than in respect of an interim order, the application shall be deemed to be an application under the *Children’s Law Reform Act*, subject to such directions as the court considers appropriate.

Application of subs. (1)  
to proceeding already  
commenced

(3) Where an application referred to in subsection (2) is commenced in a surrogate court, the county or district court that has jurisdiction or, in the Judicial District of Hamilton-Wentworth, the Unified Family Court may order that the proceeding be removed to such county or district court or to the Unified Family Court, as the case may be, subject to such directions as the court considers appropriate.

Where  
proceeding  
in surrogate  
court

R.S.O. 1980,  
c. 515  
Sched.,  
amended

5. The Schedule to the *Unified Family Court Act*, being chapter 515 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following:

*"Children's Law  
Reform Act"*

All, except sections 60 and 61".

Commencement

6. This Act comes into force on a day to be named by proclamation of the Lieutenant Governor.

Short title

7. The short title of this Act is the *Children's Law Reform Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR

JUNE 25, 1982

*Roderick Lewis*

CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the  
Children's Law Reform Act

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*1st Reading*

March 9th, 1982

*2nd Reading*

March 9th, 1982

*3rd Reading*

June 18th, 1982

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THE HON. R. McMURTRY  
Attorney General

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**Bill 127**

(*Chapter 9  
Statutes of Ontario, 1983*)

**An Act to amend the  
Municipality of Metropolitan Toronto Act**

The Hon. B. Stephenson  
*Minister of Education and Minister of Colleges and Universities*

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<i>1st Reading</i>	May 28th, 1982
<i>2nd Reading</i>	June 28th, 1982
<i>3rd Reading</i>	February 23rd, 1983
<i>Royal Assent</i>	February 23rd, 1983

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**Bill 127****1982**

**An Act to amend the  
Municipality of Metropolitan Toronto Act**

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**1.—(1) Section 116 of the *Municipality of Metropolitan Toronto Act*, being chapter 314 of the Revised Statutes of Ontario, 1980, is amended,** s. 116,  
amended

(a) by relettering clauses (a) and (b) as (bb) and (bc); and

(b) by adding thereto the following clauses:

(a) “boards” means the School Board and the boards of education;

(b) “boards of education” means the following:

1. The Board of Education for the Borough of East York.

2. The Board of Education for the Borough of Etobicoke.

3. The Board of Education for the City of North York.

4. The Board of Education for the Borough of Scarborough.

5. The Board of Education for the City of Toronto.

6. The Board of Education for the Borough of York;

(ba) “elementary school teacher” means a teacher who is a member of,

(i) L'Association des Enseignants Franco-Ontariens, if the major portion of the teacher's teaching assignment is at the elementary school level,

(ii) The Federation of Women Teachers' Associations of Ontario, or

(iii) The Ontario Public School Men Teachers' Federation;

(f) "secondary school teacher" means a teacher who is a member of,

(i) L'Association des Enseignants Franco-Ontariens, if less than the major portion of the teacher's teaching assignment is at the elementary school level, or

(ii) The Ontario Secondary School Teachers' Federation.

s. 116,  
amended

**(2) The said section 116 is further amended by adding thereto the following subsection:**

Interpre-  
tation

(2) In this Part,

(a) "agreement" (in relation to the employment of teachers), "branch affiliate" and "teacher" have the same meanings as in the *School Boards and Teachers Collective Negotiations Act*; and

(b) "elementary school" and "secondary school" have the same meanings as in the *Education Act*.

R.S.O. 1980,  
c. 464

R.S.O. 1980,  
c. 129

**2.—(1) Subsection 118 (4) of the said Act is repealed and the following substituted therefor:**

Election and  
term of office

(4) The election of members of the boards of education shall be conducted by the same officers and in the same manner as elections of members of the council of a municipality.

Transitional

(2) The members of the boards of education mentioned in section 118 of the said Act elected to office in the regular election in 1982 shall hold office for a term of three years and until their successors are elected and a new board organized.

**3. Subsection 121 (3) of the said Act is amended by striking s. 121 (3),  
out "or otherwise participate" in the seventh line.**

**4. Subsection 124 (1) of the said Act is repealed and the fol- s. 124 (1),  
lowing substituted therefor:**

(1) Ten members of the School Board are necessary to form Quorum  
a quorum when the School Board is dealing with matters that voting  
affect public schools exclusively and eleven members of the School Board are necessary to form a quorum in all other cases, and the concurring votes of a majority of the members of the School Board present who are entitled to vote on any matter are necessary to carry such matter.

**5. Section 125 of the said Act is repealed and the following s. 125,  
substituted therefor:**

**125.—(1)** Except as provided in this section and in sub-section 126 (5), the members of the School Board appointed by boards of education shall hold office while they are members of their respective boards of education and until their successors take office and a new board is organized. Term of office

(2) Where as a result of a change in the chairmanship of a board of education, a member of the board of education who is also a member of the School Board becomes chairman of such board of education, his seat on the School Board, otherwise than as chairman of the board of education, becomes vacant, and another member of the board of education shall be appointed to fill the vacancy. Chairman of board of education

(3) A member of the School Board appointed by a board of education and who is not the chairman of the School Board may, with the consent, Resignation by member of School Board

- (a) of the board of education that appointed him; and
- (b) of a majority of the members of the School Board present at a meeting, entered upon the minutes of it,

resign as a member without resigning from the board of education, but he shall not vote on a motion as to his own resignation and may not resign as a member of the School Board if his resignation will reduce the number of members of the School Board to less than a quorum under subsection 124 (1).

(4) The appointment of members of the School Board by the Metropolitan Separate School Board shall be made at the first meeting of the Metropolitan Separate School Board in each year after the regular elections in the area municipalities have Members appointed by Metropolitan Separate School Board

been held, and such members, except as provided in subsection (5) and subsection 126 (5), shall hold office until their successors take office and a new School Board is organized.

Resignation  
of member  
appointed by  
Metropolitan  
Separate  
School Board

(5) A member of the School Board appointed by the Metropolitan Separate School Board may, with the consent,

(a) of the Metropolitan Separate School Board; and

(b) of a majority of the members of the School Board present at a meeting, entered upon the minutes of it,

resign as a member, but shall not vote on a motion as to his own resignation and may not resign as a member of the School Board if his resignation will reduce the number of members of the School Board to less than a quorum for secondary school purposes.

s. 127 (1) (f),  
amended

**6.—(1)** Clause 127 (1) (f) of the said Act is amended by striking out “and to pay to each member who is a member of a board of education an allowance not exceeding \$2,400 per annum and to each member appointed by the Metropolitan Separate School Board an allowance not exceeding \$1,200 per annum, and to the chairman of the School Board an additional allowance not exceeding one-third of the allowance paid to him as a member of the School Board” in the fifth to twelfth lines.

s. 127,  
amended

**(2)** Section 127 of the said Act is amended by adding thereto the following subsections:

Allowances

(1a) The School Board may pay,

(a) to each member of the School Board an allowance in such amount as is determined by the School Board for members;

(b) to each alternate member of the School Board an allowance in such amount as is determined by the School Board for alternate members; and

(c) to the chairman of the School Board, in addition to the allowance under clause (a) or (b), an allowance in such amount as is determined by the School Board for the chairman.

When  
applicable

(1b) A determination under subsection (1a) applies only in respect of allowances to members, alternate members and the chairman of the School Board after the regular election of

members of boards of education in the Metropolitan Area next following the day of the determination.

(1c) The School Board may decrease the amount of an allowance determined under subsection (1a) and the decrease is effective on the date specified by the School Board. Decrease

(3) When the School Board submits its estimates for public elementary school purposes and for secondary school purposes to the Metropolitan Council, the School Board shall also provide the Metropolitan Council with a statement of the portions of the amount required for public elementary school purposes and for secondary school purposes that the School Board has determined shall be apportioned to each area municipality in accordance with subsection (6). Apportionment by School Board

(4) Where the estimates for public elementary or for secondary school purposes of a board of education in the Metropolitan Area that are approved in whole or in part by the School Board have been reduced in accordance with clause 133 (1) (b) by the application of a surplus, the School Board shall, except where it considers that the surplus is attributable to the provision of moneys pursuant to clause 133 (9) (b), reduce the apportionment for public elementary or for secondary school purposes, as the case may be, to the area municipality in which the board of education has jurisdiction by an amount that, in the opinion of the School Board, is equal to the portion of the surplus that was raised by local taxation in the area municipality. Reduction of apportionment

(5) Where the estimates for public elementary or for secondary school purposes of a board of education in the Metropolitan Area provide for a deficit of a previous year and the estimates have been approved by the School Board in whole or in part, the School Board shall increase the apportionment that would otherwise be made for public elementary or for secondary school purposes, as the case may be, to the area municipality in which the board of education has jurisdiction, by an amount that does not exceed the amount of the deficit, and in determining the amount of the increase in the apportionment the School Board shall give consideration to any circumstances that, in the opinion of the School Board, contributed to the size of the deficit and could not reasonably have been foreseen. Increase of apportionment

(6) For the purpose of determining the apportionment to the area municipalities in the Metropolitan Area of the sums required for public elementary and for secondary school purposes, the School Board shall remove from the amount of its estimates submitted separately for public elementary and for Calculation of apportionment

secondary school purposes to the Metropolitan Council under clause (1) (g) the portions of the surpluses to be used for reducing apportionments under subsection (4) and the portions of the deficits to be used for increasing apportionments under subsection (5) and shall apportion the remainder of the amount of the estimates for public elementary and for secondary school purposes, as the case may be, in the proportion,

- (a) that the total rateable property for public school purposes in respect of each area municipality bears to the total rateable property in the Metropolitan Area for public school purposes; and
- (b) that the total rateable property for secondary school purposes in respect of each area municipality bears to the total rateable property in the Metropolitan Area for secondary school purposes,

and each apportionment so determined shall then be adjusted by the School Board by reduction under subsection (4) or increase under subsection (5).

Interpre-  
tation

R.S.O. 1980,  
c. 129

(7) In this section,

- (a) "commercial assessment" has the same meaning as in clause 220 (a) of the *Education Act*;
- (b) "residential and farm assessment" has the same meaning as in clause 220 (b) of the *Education Act*;
- (c) "total rateable property",
  - (i) in relation to an area municipality, means the sum of,
    - (A) residential and farm assessment,
    - (B) commercial assessment, and
  - (C) the valuations of properties in respect of which a portion of the payments in lieu of taxes paid by the Crown in right of Canada or a province or any board, commission, corporation or other agency of the Crown in right of Canada or a province or by Ontario Hydro is required by law to be allocated for school purposes,

in the area municipality, and

(ii) in relation to the Metropolitan Area, means the sum of the total rateable property of the area municipalities in the Metropolitan Area.

**7. The said Act is amended by adding thereto the following sections:**

ss. 130a-130i,  
enacted

**130a.**—(1) There shall be only one agreement at any one time, and only one set of negotiations to make or renew the agreement, respecting the terms and conditions of employment described in subsection (3) between the boards and the branch affiliates that represent the elementary school teachers employed by the boards.

Elementary  
school  
agreement

(2) There shall be only one agreement at any one time, and only one set of negotiations to make or renew the agreement, respecting the terms and conditions of employment described in subsection (3) between the boards and the secondary school teachers employed by the boards.

Secondary  
school  
agreement

(3) The terms and conditions of employment referred to in subsections (1) and (2) are salaries and financial benefits of teachers and the method by which the number of teachers to be employed by a board is determined.

Contents of  
agreement

(4) In this section, “financial benefits” means,

Interpre-  
tation

(a) compensation other than salary payable or provided directly or indirectly except money paid in reimbursement of expenses incurred in the performance of duties;

(b) a benefit that, at the date the agreement under which the benefit is provided is ratified, has a value that is required to be included in income under the *Income Tax Act* (Canada); and

R.S.C. 1980,  
c. 148

(c) an insured employee benefit.

**130b.**—(1) The School Board and the boards of education shall act together as one party in negotiations and proceedings related to making or renewing an agreement mentioned in section 130a.

Joint negoti-  
ations by  
boards

(2) Negotiations on behalf of the School Board and the boards of education related to making or renewing an agreement mentioned in section 130a shall be carried out under the direction of a committee with each of the boards appointing one member of the committee.

Committee

Decisions by committee

(3) A decision by the majority of the members of the committee, representing together the employers of a majority of the elementary school teachers or secondary school teachers (as the case requires), is the decision of the committee.

Ratification by boards

(4) A decision by the committee to approve an agreement mentioned in section 130a is not effective until the decision is ratified by a majority of the boards and the majority employs the majority of the elementary school teachers or secondary school teachers, as the case requires.

Replacement of member of committee

(5) The School Board may remove from the committee a person appointed by the School Board and a board of education may remove from the committee a person appointed by the board of education, but the School Board or board of education (as the case requires) shall appoint another person to the committee in the place of the person removed.

Joint negotiations by elementary school branch affiliates

**130c.**—(1) The branch affiliates that represent the elementary school teachers employed by the boards shall act together as one party in negotiations and proceedings related to making or renewing an agreement mentioned in section 130a.

Committee

(2) Negotiations on behalf of the branch affiliates mentioned in subsection (1) shall be carried out under the direction of a committee, with each of the branch affiliates appointing one member of the committee.

Appoint-ments

(3) Two or more branch affiliates may each appoint the same person to be a member of the committee under subsection (2).

Joint negotiations by secondary school branch affiliates

**130d.**—(1) The branch affiliates that represent the secondary school teachers employed by the boards shall act together as one party in negotiations and proceedings related to making or renewing an agreement mentioned in section 130a.

Committee

(2) Negotiations on behalf of the branch affiliates mentioned in subsection (1) shall be carried out under the direction of a committee, with each of the branch affiliates appointing one member of the committee.

Appoint-ments

(3) Two or more branch affiliates may each appoint the same person to be a member of the committee under subsection (2).

Committee

**130e.**—(1) A committee directing negotiations on behalf of branch affiliates may determine its own procedures.

(2) A decision by a committee to approve an agreement mentioned in section 130a is not effective until the decision is ratified,

- (a) by a majority of the elementary school teachers or secondary school teachers, as the case may be, who are employed by the boards and participate in the ratification vote; and
- (b) by a majority of the elementary school teachers or secondary school teachers, as the case may be, who participate in the ratification vote mentioned in clause (a) conducted among the elementary school teachers or secondary school teachers, as the case may be, employed by each of a majority of the boards.

Ratification

**130f.**—(1) The boards and the branch affiliates that represent the elementary school teachers employed by the boards may include in an agreement between them mentioned in section 130a any other term or condition of employment that is agreed upon by the School Board, all the boards of education and all the branch affiliates that represent the elementary school teachers employed by the boards.

Additional provision of elementary school agreement

(2) The boards and the branch affiliates that represent the secondary school teachers employed by the boards may include in an agreement between them mentioned in section 130a any other term or condition of employment of the teachers that is agreed upon by the School Board, all the boards of education and all the branch affiliates that represent the secondary school teachers employed by the boards.

Additional provision of secondary school agreement

**130g.**—(1) A board and the branch affiliates that represent the elementary school teachers employed by the board may negotiate and enter into or renew an agreement respecting a term or condition of employment that is not within the scope of the negotiations or the agreement mentioned in section 130a.

Elementary school local agreement

(2) A board and the branch affiliates that represent the secondary school teachers employed by the board may negotiate and enter into or renew an agreement respecting a term or condition of employment that is not within the scope of the negotiations or the agreement mentioned in section 130a.

Secondary school local agreement

(3) No board or branch affiliate shall make or renew an agreement respecting a term or condition mentioned in subsection (1) or (2) until an agreement mentioned in subsection 130a

Priority

R.S.O. 1980,  
c. 464

(1) or (2), as the case requires, is made or renewed in accordance with this Part and the *School Boards and Teachers Collective Negotiations Act*.

Separate  
proceedings

(4) Negotiations to make or renew an agreement mentioned in section 130a and negotiations to make or renew an agreement mentioned in subsection (1) or (2) may proceed simultaneously and the *School Boards and Teachers Collective Negotiations Act* applies separately in respect of each such agreement and the negotiations and proceedings in respect of each such agreement.

Application  
of  
R.S.O. 1980,  
c. 464

**130h.**—(1) Except as modified by this Part, the *School Boards and Teachers Collective Negotiations Act* applies to negotiations, proceedings and agreements between the boards and the branch affiliates that represent the teachers employed by the boards.

Application  
of ss. 130a to  
130i

(2) Sections 130a to 130i do not apply in respect of an agreement or negotiations to make or renew an agreement that is to come into force before the 1st day of September, 1983.

Term of  
agreement

(3) An agreement that is to come into force before the 1st day of September, 1983 shall be for a term that ends on the 31st day of August, 1983.

Application  
of Part

(4) No agreement between a board and a branch affiliate that comes into force on or after the 1st day of September, 1983 is valid unless the agreement is made or renewed in accordance with this Part.

Application  
of 1982, c. 55

(5) Subsections (1) to (4) are subject to the *Inflation Restraint Act, 1982*.

Board not to  
implement  
variant term  
or condition  
of  
employment

**130i.**—(1) No board shall implement a term or condition of employment that is at variance from or inconsistent with an agreement mentioned in section 130a.

Direction by  
O.L.R.B.

(2) Where, on the application of a board, the Ontario Labour Relations Board is satisfied that a board is implementing a term or condition of employment that is within the scope of and that is at variance from or inconsistent with an agreement mentioned in section 130a, the Ontario Labour Relations Board may so declare and may direct what action boards, branch affiliates, and their employees and agents shall do or refrain from doing with respect to the term or condition of employment.

(3) The Ontario Labour Relations Board shall file in the office of the Registrar of the Supreme Court a copy of a direction made under subsection (1), exclusive of the reasons therefor, and the direction shall be entered and is enforceable in the same way as a judgment or order of the Supreme Court.

Enforcement

(4) The *Labour Relations Act* applies with necessary modifications in respect of proceedings before the Ontario Labour Relations Board under this section.

Application  
of  
R.S.O. 1980,  
c. 228

**8. The said Act is further amended by adding thereto the following section:**

s. 130j,  
enacted

**130j.—(1)** In this section,

Interpre-  
tation

- (a) “additional”, in relation to teachers, means in addition to the teachers that a board is entitled to employ under an agreement under section 130a;
- (b) “school year” has the same meaning as in the *Education Act*;
- (c) “total rateable property” means “total rateable property” as defined in subclause 127 (7) (c) (i).

R.S.O. 1980,  
c. 129

(2) A board of education may employ in a year more elementary school teachers or secondary school teachers or both than the board of education is entitled to employ under an agreement under section 130a if the expenditure attributable to the employment of the additional teachers,

Employment  
of additional  
teachers

- (a) is not included in the portion of the estimates of the board of education approved by the School Board; and
- (b) does not exceed, in the case of elementary school teachers, a sum calculated at one and one-half mills in the dollar upon the total rateable property for public elementary school purposes according to the assessment roll on which taxes were levied in 1983 or, in the case of secondary school teachers, a sum calculated at one mill in the dollar upon the total rateable property for secondary school purposes according to the assessment roll on which taxes were levied in 1983.

(3) Where in a year the School Board has increased the apportionment of an area municipality under subsection 127 (5) for public elementary or secondary school purposes or both, the maximum amount of expenditure attributable to the

Limitation

employment of the additional teachers limited by clause (2) (b) shall be reduced,

- (a) in the case of the employment of elementary school teachers, by the amount if any by which the apportionment was increased under subsection 127 (5) for public elementary school purposes; and
- (b) in the case of the employment of secondary school teachers, by the amount if any by which the apportionment was increased under subsection 127 (5) for secondary school purposes.

Termination  
of  
employment,  
additional  
elementary  
school  
teachers

(4) Where the increase in the apportionment mentioned in subsection (3) exceeds a sum calculated at one and one-half mills in the dollar upon the total rateable property for public elementary school purposes according to the assessment roll on which taxes were levied in 1983, the board of education,

- (a) shall not continue the employment of the additional elementary school teachers beyond the end of the school year that ends in the year in which the apportionment is increased; and
- (b) shall not employ more additional elementary school teachers in the year in which the apportionment is increased.

Termination  
of  
employment,  
secondary  
school  
teachers

(5) Where the increase in the apportionment mentioned in subsection (3) exceeds a sum calculated at one mill in the dollar upon the total rateable property for secondary school purposes according to the assessment roll on which taxes were levied in 1983, the board of education,

- (a) shall not continue the employment of the additional secondary school teachers beyond the end of the school year that ends in the year in which the apportionment is increased; and
- (b) shall not employ more additional secondary school teachers in the year in which the apportionment is increased.

Determini-  
nation as to  
number of  
teachers

(6) For the purposes of subsections (1) to (5) in respect of the period from and including the 1st day of January, 1983 to the day that an agreement under section 130a comes into force, the School Board may determine, in such manner as the School Board considers proper, the number of teachers that a board is entitled to employ under an agreement under section 130a.

**9.—(1) Subsection 133 (1) of the said Act is amended by s. 133 (1),  
adding thereto the following clause:**

- (e) shall set forth separately the estimated expenditure in respect of the employment of teachers under section 130j in addition to the number of teachers that the board is entitled to employ under an agreement under section 130a that provides the method by which the number of teachers to be employed by the board is determined.

**(2) Clauses 133 (4) (a) and (b) of the said Act are repealed and s. 133 (4) (a,  
the following substituted therefor: b),  
re-enacted**

- (a) the aggregate estimates of all sums required for public elementary school purposes and the aggregate of the revenues for such purposes to be derived from the School Board pursuant to the estimates approved by the School Board shall not exceed a sum calculated at one and one-half mills in the dollar upon the total rateable property (as defined in section 127) in the area municipality for public school purposes less the amount of the increase, if any, in the amount of the apportionment to the area municipality for public elementary school purposes under subsection 127 (6); and
- (b) the aggregate estimates of all sums required for secondary school purposes and the aggregate of the revenues for such purposes to be derived from the School Board pursuant to the estimates approved by the School Board shall not exceed a sum calculated at one mill in the dollar upon the total rateable property (as defined in section 127) in the area municipality for secondary school purposes less the amount of the increase, if any, in the amount of the apportionment to the area municipality for secondary school purposes under subsection 127 (6).

**10. Subsections 219 (3) and (4) of the said Act are repealed s. 219 (3, 4),  
and the following substituted therefor:**

- (3) The amount levied under subsection (1) for public school purposes shall be apportioned among the area municipalities in the amounts determined by the School Board under section 127.

Elementary  
school  
purposes

Secondary  
school  
purposes

(4) The amount levied under subsection (1) for secondary school purposes shall be apportioned among the area municipalities in the amounts determined by the School Board under section 127.

Application  
of certain  
sections

**11.—(1)** The following apply only in respect of estimates and apportionments in 1983 and subsequent years:

1. Subsections 127 (3) to (7) of the said Act, as enacted by section 6.
2. Clause 133 (1) (e) of the said Act, as enacted by section 9.
3. Clauses 133 (4) (a) and (b) of the said Act, as re-enacted by section 9.
4. Subsections 219 (3) and (4) of the said Act, as re-enacted by section 10.

Idem

(2) Sections 127, 133 and 219 of the said Act, as they existed before the coming into force of this Act, continue to apply in respect of estimates and apportionments in 1982.

Commence-  
ment

**12.—(1)** This Act, except section 8, comes into force on the day it receives Royal Assent.

Idem

(2) Section 8 shall be deemed to have come into force on the 1st day of January, 1983.

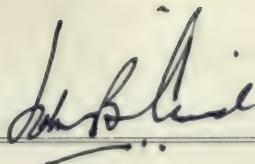
Short title

**13.** The short title of this Act is the *Municipality of Metropolitan Toronto Amendment Act, 1983*.

ASSENTED TO BY ADMINISTRATOR OF THE PROVINCE February 23, 1983

CLERK  
LEGISLATIVE ASSEMBLY

BILL 131



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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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**An Act to amend the Registry Act**

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THE HON. R. G. ELGIE  
Minister of Consumer and Commercial Relations

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BILL 131

1982

### An Act to amend the Registry Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Section 38 of the *Registry Act*, being chapter 445 of the Revised Statutes of Ontario, 1980, is repealed and the following substituted therefor:

38. Where an instrument, document or related attachment is written wholly or in part in a language other than English there shall be produced with the instrument, document or related attachment a translation into English, together with an affidavit by the translator stating that he understands both languages and has carefully compared the translation with the original and that the translation is in all respects a true and correct translation.

38a.—(1) Notwithstanding section 38, where an instrument, document or related attachment is in a prescribed form, the instrument may be registered or the document deposited if,

- (a) the instrument or document affects the title to land in a registry division or part thereof that is designated by regulation; and
- (b) the instrument or document is otherwise acceptable for registration or deposit.

(2) The Lieutenant Governor in Council may make regulations,

- (a) prescribing the forms of instruments, documents and related attachments for the purposes of this section;
- (b) prescribing a lexicon of French-English terms to be used in connection with the prescribed forms of instruments, documents and related attachments and deeming the corresponding forms of expression in the lexicon to have the same effect in law;

- (c) designating registry divisions or parts thereof for the purpose of this section;
- (d) prescribing terms and conditions for the registration of instruments or deposit of documents under subsection (1);
- (e) designating any Act for the purpose of subsection (4).

Interpre-  
tation

- (3) In sections 38 and 38a, "document" has the same meaning as it has in Part II.

Idem

- (4) In this section, "prescribed form" means a form prescribed by a regulation made under this section or under any Act designated by a regulation made under clause (2) (e).

Commencement

- 2.** This Act comes into force on the day it receives Royal Assent.

Short title

- 3.** The short title of this Act is the *Registry Amendment Act, 1982*.

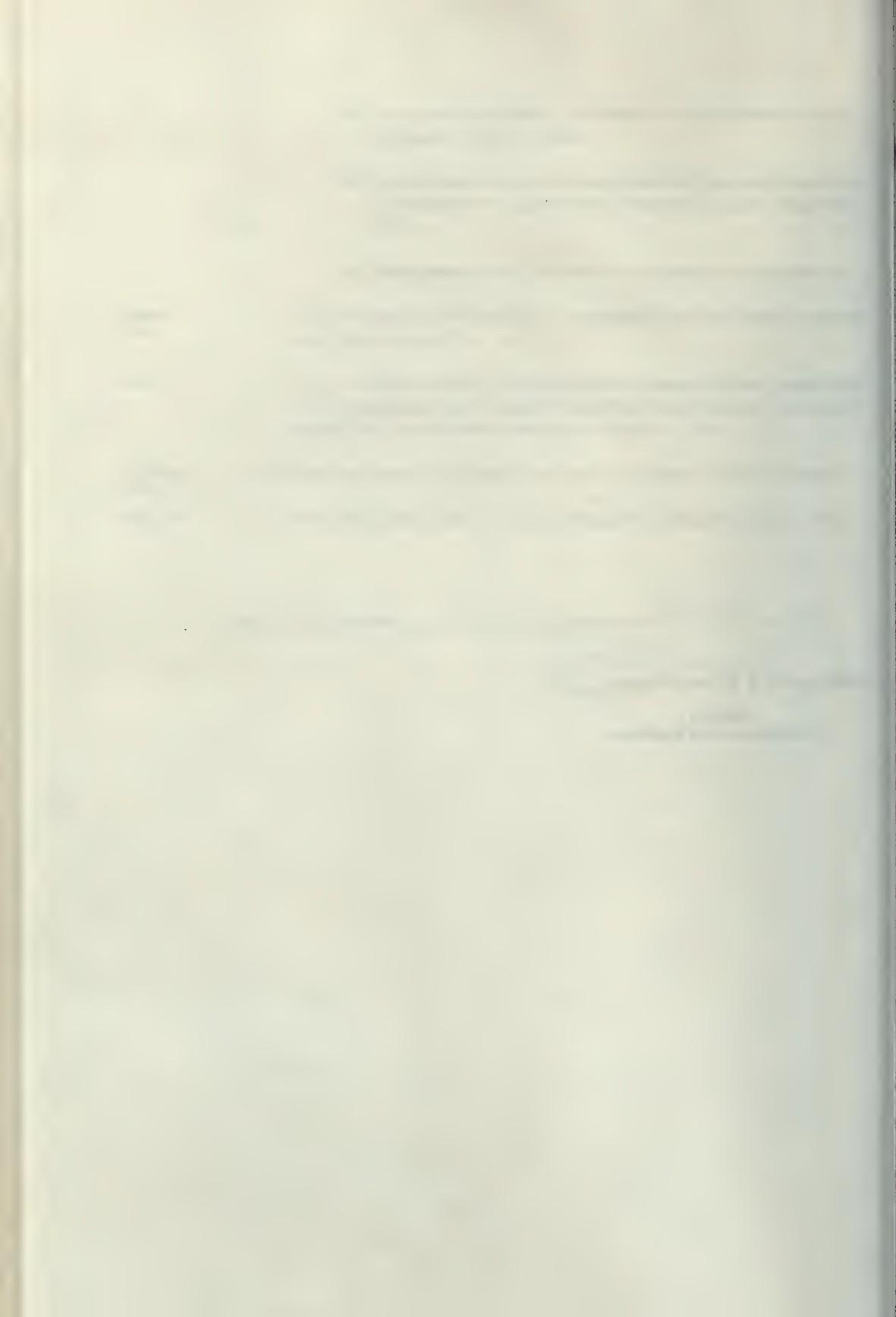
ASSENTED TO BY LIEUTENANT-GOVERNOR

NOV. 18, 1982



CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the Registry Act

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*1st Reading*

June 3rd, 1982

*2nd Reading*

November 2nd, 1982

*3rd Reading*

November 16th, 1982

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THE HON. R. G. ELGIE  
Minister of Consumer and  
Commercial Relations

**BILL 132**

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*John G. Elgie*

**2ND SESSION, 32ND LEGISLATURE, ONTARIO**  
**31 ELIZABETH II, 1982**

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**An Act to amend the Land Titles Act**

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**THE HON. R. G. ELGIE**  
Minister of Consumer and Commercial Relations

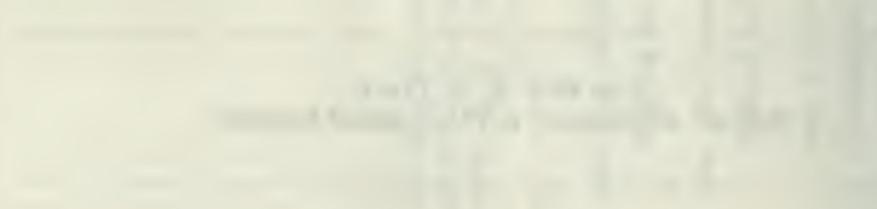
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BILL 132

1982

### An Act to amend the Land Titles Act

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. The *Land Titles Act*, being chapter 230 of the Revised Statutes of Ontario, 1980, is amended by adding thereto the following sections:

*85a.* Where an instrument, application or related attachment is written wholly or in part in a language other than English there shall be produced with the instrument, application or related attachment a translation into English, together with an affidavit by the translator stating that he understands both languages and has carefully compared the translation with the original and that the translation is in all respects a true and correct translation.

ss. 85a, 85b,  
enacted

Registrations  
in languages  
other than  
English

*85b.*—(1) Notwithstanding section 85a, where an instrument, application or related attachment is in a prescribed form, the instrument or application may be registered or deposited, if,

Registration  
of instruments  
and applications  
in French  
language

- (a) the instrument or application affects land in a land titles division or part thereof that is designated by regulation; and
- (b) the instrument or application is otherwise acceptable for registration or deposit.

(2) The Lieutenant Governor in Council may make regulations,

- (a) prescribing the forms of instruments, applications and related attachments for the purpose of this section;
- (b) prescribing a lexicon of French-English terms to be used in connection with the prescribed forms of instruments, applications and related attachments and deeming the corresponding forms of expression in the lexicon to have the same effect in law;

Regulations

- (c) designating land titles divisions or parts thereof for the purpose of this section;
- (d) prescribing terms and conditions for the registration and deposit of instruments and applications under subsection (1);
- (e) designating any Act for the purpose of clause (3) (b).

Interpre-  
tation

(3) In this section,

- (a) "instrument" includes any plan submitted for registration or deposit under this Act;
- (b) "prescribed form" means a form prescribed by a regulation made under this section or under any Act designated by a regulation made under clause (2) (e).

Commence-  
ment

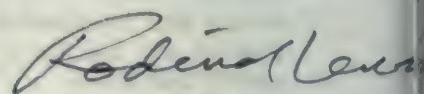
2. This Act comes into force on the day it receives Royal Assent.

Short title

3. The short title of this Act is the *Land Titles Amendment Act, 1982*.

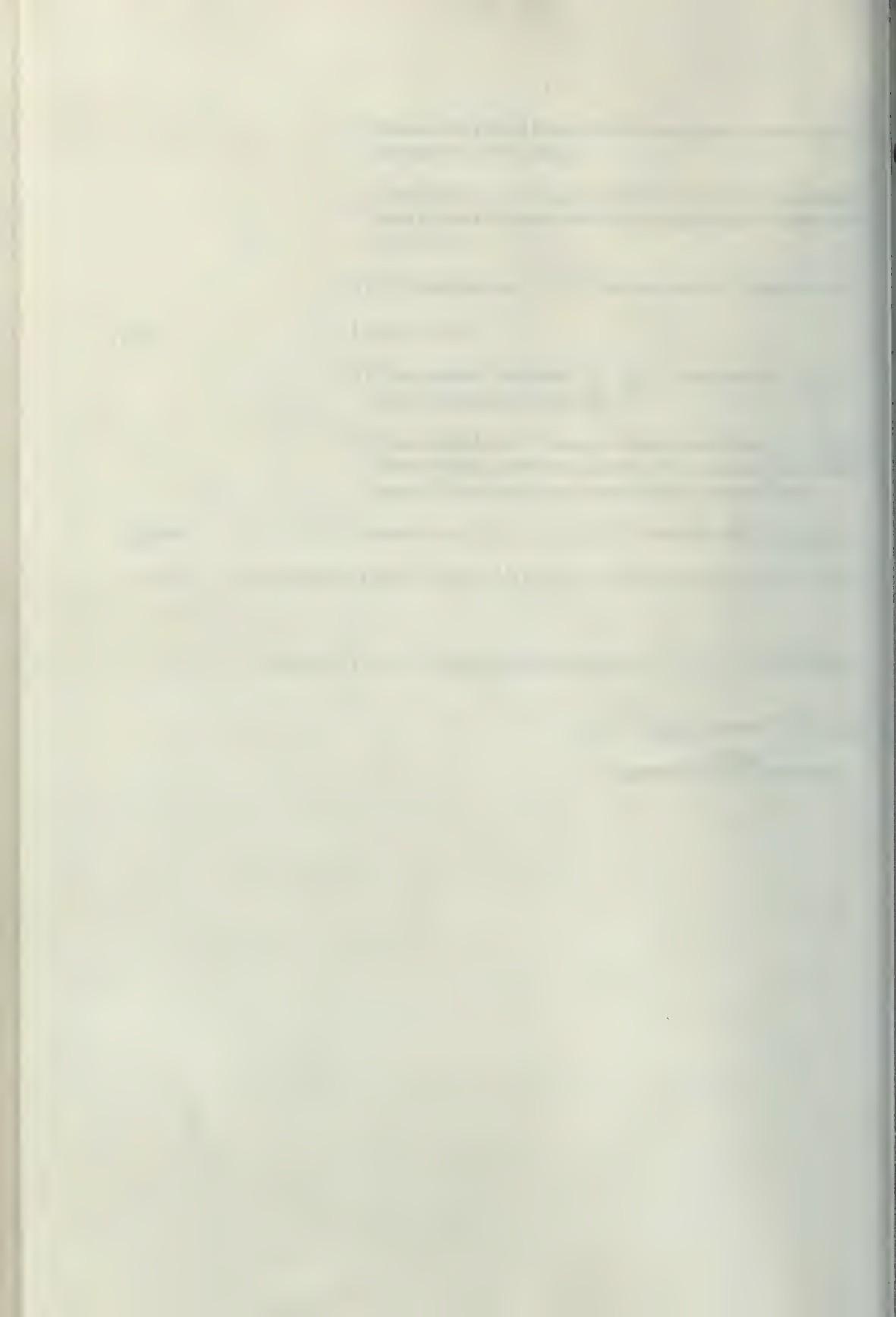
ASSENTED TO BY LIEUTENANT-GOVERNOR

NOV. 18, 1982



CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the Land Titles Act

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*1st Reading*

June 3rd, 1982

*2nd Reading*

November 2nd, 1982

*3rd Reading*

November 16th, 1982

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THE HON. R. G. ELGIE  
Minister of Consumer and  
Commercial Relations

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BILL 135

*Doh Blaik*

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2ND SESSION, 32ND LEGISLATURE, ONTARIO  
31 ELIZABETH II, 1982

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An Act to amend the Unified Family Court Act

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THE HON. R. MCMURTRY  
Attorney General

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TORONTO

PRINTED BY ALAN GORDON, QUEEN'S PRINTER FOR ONTARIO



and the number of species per genus is given below:

Number of species per genus

Number of genera per family

Number of families per order

Number of orders per class

Number of classes per phylum

Number of phyla per kingdom

Number of kingdoms per domain

Number of domains per superdomain

Number of superdomains per superkingdom

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BILL 135

1982

### An Act to amend the Unified Family Court Act

**H**ER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. Subsection 3 (3) of the *Unified Family Court Act*, being chapter 515 of the Revised Statutes of Ontario, 1980, is amended by inserting after "thereof" in the second line "under the statutory provisions". s. 3 (3),  
amended
2. Subsection 6 (2) of the said Act is repealed. s. 6 (2),  
repealed
- 3.—(1) Subsection 8 (2) of the said Act is amended by inserting after "36" in the first line "37". s. 8 (2),  
amended
  - (2) Section 8 of the said Act is amended by adding thereto the following subsection: s. 8,  
amended
    - (3) Section 145 of the *Small Claims Courts Act* and subsection 4 (3) of the *Creditors' Relief Act* apply to a garnishment issued by the Court. Application of R.S.O. 1980,  
c. 476, s. 145  
and  
R.S.O. 1980,  
c. 103
- 4.—(1) Subsection 9 (1) of the said Act is amended by inserting at the commencement thereof "Subject to subsection (1a)". s. 9 (1),  
amended
  - (2) Section 9 of the said Act is amended by adding thereto the following subsection: s. 9,  
amended
    - (1a) An application under Part III of the *Children's Law Reform Act* in respect of a child who ordinarily resides in the judicial district may be commenced in the Court. Application under Part III,  
R.S.O. 1980,  
c. 68
5. Subsection 12 (1) of the said Act is amended by inserting after "orders" in the third line "or to an order of the Supreme Court or the County Court of the Judicial District of Hamilton-Wentworth made before the 1st day of July, 1977 in a matter that is in the jurisdiction of the Court". s. 12 (1),  
amended
6. Section 24 of the said Act is repealed. s. 24,  
repealed

- Commence-  
ment
- 7.—(1) This Act, except section 4, comes into force on the day it receives Royal Assent.
- Idem
- (2) Section 4 comes into force on a day to be named by proclamation of the Lieutenant Governor.
- Short title
8. The short title of this Act is the *Unified Family Court Amendment Act, 1982*.

ASSENTED TO BY LIEUTENANT-GOVERNOR JUNE 25, 1982

*Roderick L. Gaudet*

CLERK  
LEGISLATIVE ASSEMBLY







An Act to amend the  
Unified Family Court Act

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*1st Reading*

June 3rd, 1982

*2nd Reading*

June 11th, 1982

*3rd Reading*

June 25th, 1982

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THE HON. R. McMURTRY  
Attorney General

# **Bill 138**

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2ND SESSION, 32ND LEGISLATURE, ONTARIO

31 ELIZABETH II, 1982

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*L. L. Grossman*  
**Bill 138**

*(Chapter 10  
Statutes of Ontario, 1983)*

## **An Act respecting the Protection and Promotion of the Health of the Public**

**The Hon. L. Grossman**  
*Minister of Health*

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<i>1st Reading</i>	June 8th, 1982
<i>2nd Reading</i>	June 29th, 1982
<i>3rd Reading</i>	February 14th, 1983
<i>Royal Assent</i>	February 23rd, 1983

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**Bill 138****1982****An Act respecting the Protection  
and Promotion of the Health of the Public**

HER MAJESTY, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

**PART I****INTERPRETATION****1.—(1) In this Act,**Interpre-  
tation

1. “Board” means the Health Protection Appeal Board under this Act;
2. “board of health” means a board of health established or continued under this Act and includes,
  - i. the board of health under the *County of Oxford Act*, R.S.O. 1980, c. 365
  - ii. a board of health under an Act establishing or continuing a regional municipality, and
  - iii. a regional corporation that, under the Act establishing or continuing the regional corporation, has the powers, rights and duties of a local board of health or of a board of health;
3. “Chief Medical Officer of Health” means the Chief Medical Officer of Health under this Act;
4. “communicable disease” means a disease specified as a communicable disease by regulation made by the Minister;
5. “dwelling unit” means real property used or designed for use as a home or as a place in which one or more persons may sleep;

6. “food” means food or drink for human consumption, and includes an ingredient of food or drink for human consumption;
7. “food premise” means a premises where food or milk is manufactured, processed, prepared, stored, handled, displayed, distributed, transported, sold or offered for sale, but does not include a private residence;
8. “guidelines” means guidelines published by the Minister under this Act;
9. “health hazard” means,
  - i. a condition of a premises,
  - ii. a substance, thing, plant or animal other than man, or
  - iii. a solid, liquid, gas or combination of any of them,that has or that is likely to have an adverse effect on the health of any person;
10. “health unit” means an area that, by or under any Act, is the area of jurisdiction of a board of health;
11. “mandatory”, in relation to a health program or service, means a health program or service mentioned in section 5;
12. “medical officer of health” means a medical officer of health of a board of health;
13. “milk” means milk from cows, goats or sheep;
14. “Minister” means Minister of Health;
15. “Ministry” means Ministry of Health;
16. “municipal member”, in relation to a board of health, means a person appointed to the board of health by the council of a municipality;
17. “municipality” means the corporation of a county, city, town, village, township or improvement district or of a district, metropolitan or regional municipality and a board, commission or other local authority

exercising any power in respect of municipal affairs or purposes, including school purposes, in an unorganized township or unsurveyed territory;

18. "occupier" includes,
  - i. a person who is in physical possession of premises,
  - ii. a person who has responsibility for and control over the condition of premises or the activities there carried on, or control over persons allowed to enter the premises, or
  - iii. a person for the time being receiving the rent of premises, whether as principal or as agent or trustee for another person, or who would so receive the rent if the premises were let, or who is responsible for the payment of municipal taxes,notwithstanding that there is more than one occupier of the same premises;
19. "operator", in relation to a food premise, means a person who has responsibility for and control over an activity there carried on, notwithstanding that there is more than one operator of the same food premise;
20. "physician" means a legally qualified medical practitioner;
21. "premises" means lands and structures, or either of them, and includes,
  - i. water,
  - ii. ships and vessels,
  - iii. trailers and portable structures designed or used for residence, business or shelter,
  - iv. trains, railway cars, vehicles and aircraft;
22. "public health inspector" means a public health inspector of a board of health;
23. "public health nurse" means a public health nurse of a board of health;

- R.S.O. 1980,  
c. 129
24. "public pool" means a structure, basin, chamber or tank containing or intended to contain an artificial body of water for swimming, water sport, water recreation or entertainment, but does not include,
    - i. one that is located on a private residential property under the control of the owner or occupant and that is limited to use for swimming or bathing by the owner or occupant, members of his family and their visitors, or
    - ii. one that is used solely for commercial display and demonstration purposes;
  25. "regulations" means regulations made under this Act;
  26. "reportable disease" means a disease specified as a reportable disease by regulation made by the Minister;
  27. "residential building" means a structure that contains one or more dwelling units;
  28. "sanitary facilities" means a room or rooms containing one or more toilets and one or more washbasins;
  29. "school" means a "private school" and a "school" as defined in the *Education Act*;
  30. "school board" means a board as defined in the *Education Act*;
  31. "sexually transmitted disease" means a disease caused by an infectious agent usually transmitted during sexual contact;
  32. "virulent disease" means,
    - i. Cholera,
    - ii. Diphtheria,
    - iii. Ebola virus disease,
    - iv. Gonorrhoea,
    - v. Hemorrhagic fever,
    - vi. Lassa fever,

- vii. Leprosy,
- viii. Marburg virus disease,
- ix. Plague,
- x. Syphilis,
- xi. Smallpox,
- xii. Tuberculosis,

or a disease specified as a virulent disease by regulation made by the Minister.

(2) An order under this Act that requires the closing of premises is an order, Closing of premises

- (a) to shut the premises so as to prevent entrance or access to the premises by any person; and
- (b) to suspend the operation of any enterprise or activity on or in the premises,

except by such persons or for such purposes as are specified in the order.

**2.** The purpose of this Act is to provide for the organization and delivery of public health programs and services, the prevention of the spread of disease and the promotion and protection of the health of the people of Ontario. Purpose

**3.** This Act binds the Crown. Act binds Crown

## PART II

### HEALTH PROGRAMS AND SERVICES

**4.** Every board of health, Duty of board of health

- (a) shall superintend, provide or ensure the provision of the health programs and services required by this Act and the regulations to the persons who reside in the health unit served by the board; and
- (b) shall perform such other functions as are required by or under this or any other Act.

Mandatory  
health  
programs and  
services

5. Every board of health shall superintend, provide or ensure the provision of health programs and services in the following areas:
1. Community sanitation, to ensure the maintenance of sanitary conditions and the prevention or elimination of health hazards.
  2. Control of communicable diseases, including provision of immunization services to children and adults.
  3. Preventive dentistry, including provision of preventive dental services to persons residing in the health unit and provision of dental health education, oral hygiene and fluoride therapy programs to school children.
  4. Family health, including,
    - i. provision of counselling services,
    - ii. establishment of family planning services,
    - iii. programs to identify pregnant women who are in high-risk health categories,
    - iv. provision of health services to infants, pregnant women in high-risk health categories and the elderly,
    - v. provision of preschool and school health services,
    - vi. collection and analysis of epidemiological data.
  5. Home care services that are insured services under the *Health Insurance Act*, including services to the acutely ill and the chronically ill.
  6. Nutrition, including provision of consulting and educational services and identification of nutrition services needed by persons residing in the health unit served by the board of health.
  7. Public health education, including education in the prevention and control of life-style diseases.
  8. Such additional health programs and services as are prescribed by the regulations.

**6.**—(1) Every board of health shall provide such of the health programs and services as are prescribed by the regulations for the purposes of this section to the pupils attending schools within the health unit served by the board of health. School pupils

(2) Subsection (1) does not apply in respect of pupils attending a school unless the person or organization that operates the school has agreed to the provision of the particular health program or service to the pupils attending the school. Consent of school

(3) Subsection (1) applies only in respect of the classifications of pupils prescribed by the regulations in respect of a health program or service. Application of subs. (1)

(4) Where a board of health is required by this Act or the regulations, on request of a person or organization that operates a school, to provide or ensure the provision of a health program or service, no person or organization that operates a school in the health unit served by the board of health shall provide or ensure the provision of the health program or service to a pupil in the school without the approval of the medical officer of health for the health unit. Prohibition

(5) Subsections (1) to (4) shall not be construed to adversely affect any right or privilege respecting separate schools enjoyed by separate school boards or their supporters under the *Constitution Act, 1867* and the *Education Act*. Separate school rights preserved  
1867, c. 3;  
R.S.O. 1980,  
c. 129

**7.**—(1) The Minister may publish guidelines for the provision of mandatory health programs and services and every board of health shall comply with the published guidelines. Guidelines

(2) Guidelines shall be transmitted to each board of health and shall be available for public inspection in the Ministry. Idem

(3) A guideline is not a regulation within the meaning of the *Regulations Act*. Application of R.S.O.  
1980, c. 446

(4) In the event of conflict between a regulation and a guideline, the regulation prevails. Conflict

**8.** A board of health is not required by this Part to provide or ensure the provision of a mandatory health program or service referred to in this Part except to the extent and under the conditions prescribed by the regulations and the guidelines. Extent of programs and services

**9.** A board of health may provide any other health program or service in any area in the health unit served by the board of health if, Optional health programs and services

- (a) the board of health is of the opinion that the health program or service is necessary or desirable, having regard to the needs of persons in the area; and
- (b) the councils of the municipalities in the area approve of the provision of the health program or service.

### PART III

#### COMMUNITY HEALTH PROTECTION

Duty to inspect

**10.**—(1) Every medical officer of health shall inspect or cause the inspection of the health unit served by him for the purpose of preventing, eliminating and decreasing the effects of health hazards in the health unit.

Idem

(2) The duty of every medical officer of health under subsection (1) includes, but is not limited to, the duty to inspect or cause the inspection of the following:

1. Food premises and any food and equipment thereon or therein.
2. Premises used or intended for use as a boarding house or lodging house.

Complaint re  
health hazard  
related to  
occupational  
or environ-  
mental health

**11.**—(1) Where a complaint is made to a board of health or a medical officer of health that a health hazard related to occupational or environmental health exists in the health unit served by the board of health or the medical officer of health, the medical officer of health shall notify the ministry of the Government of Ontario that has primary responsibility in the matter and, in consultation with the ministry, the medical officer of health shall investigate the complaint to determine whether the health hazard exists or does not exist.

Report

(2) The medical officer of health shall report the results of the investigation to the complainant, but shall not include in the report medical information in respect of a person other than the complainant without the consent of the person or, in the case of a child, of a parent or other person who has lawful custody of the child.

Duty of  
M.O.H. re  
occupational  
and environ-  
mental health

**12.**—(1) Every medical officer of health shall keep himself informed in respect of matters related to occupational and environmental health.

Provision of  
information  
to M.O.H.

(2) The Ministry of the Environment, the Ministry of Health, the Ministry of Labour or a municipality shall provide to a medical officer of health such information in respect of any

matter related to occupational or environmental health as is requested by the medical officer of health, is in the possession of the ministry or municipality and the ministry or municipality is not prohibited by law from disclosing.

**13.—(1)** A medical officer of health or a public health inspector, in the circumstances mentioned in subsection (2), by a written order may require a person to take or to refrain from taking any action that is specified in the order in respect of a health hazard.

(2) A medical officer of health or a public health inspector may make an order under this section where he is of the opinion, upon reasonable and probable grounds,

- (a) that a health hazard exists in the health unit served by him; and
- (b) that the requirements specified in the order are necessary in order to decrease the effect of or to eliminate the health hazard.

(3) In an order under this section, a medical officer of health or a public health inspector may specify the time or times when or the period or periods of time within which the person to whom the order is directed must comply with the order.

(4) An order under this section may include, but is not limited to,

- (a) requiring the vacating of premises;
- (b) requiring the owner or occupier of premises to close the premises or a specific part of the premises;
- (c) requiring the placarding of premises to give notice of an order requiring the closing of the premises;
- (d) requiring the doing of work specified in the order in, on or about premises specified in the order;
- (e) requiring the removal of anything that the order states is a health hazard from the premises or the environs of the premises specified in the order;
- (f) requiring the cleaning or disinfecting, or both, of the premises or the thing specified in the order;
- (g) requiring the destruction of the matter or thing specified in the order;

Order by  
M.O.H. or  
public health  
inspector re  
health hazard

Condition  
precedent to  
order

Time

Idem

Person directed

(h) prohibiting or regulating the manufacturing, processing, preparation, storage, handling, display, transportation, sale, offering for sale or distribution of any food or thing;

(i) prohibiting or regulating the use of any premises or thing.

(5) An order under this section may be directed to a person,

(a) who owns or is the occupier of any premises but where an order is directed to the occupier, the person making the order shall deliver or cause the delivery of a copy of the order to the owner of the premises;

(b) who owns or is in charge of any substance, thing, plant or animal or any solid, liquid, gas or combination of any of them; or

(c) who is engaged in or administers an enterprise or activity,

in the health unit served by the medical officer of health or the public health inspector.

Reasons for order

(6) An order under this section is not effective unless the reasons for the order are set out in the order.

Oral order

(7) Where the delay necessary to put an order under this section in writing will or is likely to increase substantially the hazard to the health of any person, the medical officer of health or the public health inspector may make the order orally and subsection (6) does not apply to the order.

Description of person directed

(8) It is sufficient in an order under this section to direct the order to a person or persons described in the order, and an order under this section is not invalid by reason only of the fact that a person to whom the order is directed is not named in the order.

Directions by M.O.H.

**14.**—(1) A medical officer of health, in the circumstances specified in subsection (2), may give directions in accordance with subsection (3) to the persons whose services are engaged by or to agents of the board of health of the health unit served by the medical officer of health.

When M.O.H. may give directions

(2) A medical officer of health may give directions in accordance with subsection (3) where the medical officer of health is of the opinion, upon reasonable and probable grounds, that a

health hazard exists in the health unit and the person to whom an order is or would be directed under section 13,

- (a) has refused to or is not complying with the order;
- (b) is not likely to comply with the order promptly;
- (c) cannot be readily identified or located and as a result the order would not be carried out promptly; or
- (d) requests the assistance of the medical officer of health in eliminating or decreasing the effect of the health hazard.

(3) Under this section, a medical officer of health may direct the persons whose services are engaged by or the agents of the board of health of the health unit served by the medical officer of health to take such action as is specified in the directions in respect of eliminating or decreasing the health hazard.

Contents of  
directions

(4) Directions under this section may include, but are not limited to,

- (a) authorizing and requiring the placarding of premises specified in the directions to give notice of the existence of a health hazard or of an order made under this Act, or both;
- (b) requiring the doing of work specified in the directions in, on or about any premises;
- (c) requiring the removal of anything that the directions state is a health hazard from premises or the environs of premises specified in the directions;
- (d) requiring the detention of any matter or thing removed from any premises or the environs of any premises;
- (e) requiring the cleaning or disinfecting, or both, of any premises or thing specified in the directions;
- (f) requiring the destruction of any thing specified in the directions.

*Idem*

**15.—(1)** The expenses incurred by a board of health in respect of a health hazard in, on or of any premises may be recovered from the owner or the occupier, or both, of the premises, with costs, by the board of health by action in a court of competent jurisdiction.

Recovery of  
expenses by  
action

Statement to  
municipal  
clerk

(2) In the alternative, where costs and expenses of a board of health that may be recovered from the owner or occupier of premises are not paid within sixty days after a demand to the owner or occupier for payment, the secretary of the board of health may transmit to the clerk of the municipality in which the premises are situated a statement setting out,

- (a) the amount of the costs and expenses;
- (b) the name of the owner of the premises; and
- (c) the location of the premises.

## Collection

(3) Upon receipt of the statement, the clerk of the municipality shall enter the amount in the collector's roll and the amount shall be collected in the same manner as municipal real property taxes and the amount collected shall be paid over to the board of health.

Recovery by  
occupier

(4) Where an amount recovered by a board of health after a demand or under subsection (1) from an occupier of premises is, between the occupier and the owner of the premises, the responsibility of the owner, the occupier is entitled to recover the amount from the owner or to deduct the amount from any other amount due from the occupier to the owner.

Recovery by  
owner

(5) Where an amount recovered by a board of health after a demand or under subsection (1) or (3) from an owner of premises is, between the owner and the occupier, the responsibility of the occupier, the owner is entitled to recover the amount from the occupier or to add the amount to any other amount due from the occupier to the owner.

Food  
premises

**16.**—(1) Every person who operates a food premise shall maintain and operate the food premise in accordance with the regulations.

Notice of  
intention to  
commence  
operation

(2) Every person who intends to commence to operate a food premise shall give notice of his intention to the medical officer of health of the health unit in which the food premise will be located.

Persons  
employed on  
or in food  
premises

(3) Every person employed on or in a food premise shall comply with the standards and requirements prescribed by the regulations for such persons.

## Information

(4) Every person who operates a food premise shall furnish the medical officer of health of the health unit in which the food premise is located with such information as the medical officer of health requests in respect of the manufacturing,

processing, preparation, storage, handling, display, transportation, sale or offering for sale of any food on or in the food premise and the distribution of food from the food premise.

(5) Every person who operates a food premise shall keep such records in respect of the manufacturing, processing, preparation, storage, handling, display, transportation and sale, or offering for sale of food on or in the food premise and the distribution of food from the food premise as are prescribed by the regulations, and shall keep the records in such form, with such detail and for such length of time as are prescribed by the regulations. Records

**17.** No person shall sell or offer for sale any food that is unfit for human consumption by reason of disease, adulteration, impurity or other cause. Sale of  
diseased food

**18.**—(1) No person shall sell, offer for sale, deliver or distribute milk or cream that has not been pasteurized or sterilized in a plant that is licensed under the *Milk Act* or in a plant outside Ontario that meets the standards for plants licensed under the *Milk Act*. Unpasteur-  
ized or  
unsterilized  
milk  
R.S.O. 1980,  
c. 266

(2) No person shall sell, offer for sale, deliver or distribute a milk product processed or derived from milk that has not been pasteurized or sterilized in a plant that is licensed under the *Milk Act* or in a plant outside Ontario that meets the standards for plants licensed under the *Milk Act*. Milk  
products

(3) Subsection (1) does not apply in respect of milk or cream that is sold, offered for sale, delivered or distributed to a plant licensed under the *Milk Act*. Exception

(4) In subsection (2), “milk product” means a product processed or derived in whole or mainly from milk. Interpre-  
tation

**19.**—(1) A medical officer of health or a public health inspector who is of the opinion, upon reasonable and probable grounds, that a condition of any substance, thing, plant or animal other than man is a health hazard may seize or cause the seizure of the substance, thing, plant or animal. Seizure

(2) The medical officer of health or public health inspector shall detain the substance, thing, plant or animal pending such examination or investigation as is necessary in his opinion or as is requested by the owner or person from whom the substance, thing, plant or animal was seized, to determine the existence of the health hazard. Examination

Return

(3) Where the examination or investigation indicates that a health hazard is not present, the medical officer of health or public health inspector shall release the substance, thing, plant or animal to the owner or person from whom it was seized.

Destruction

(4) Where the examination or investigation indicates that a health hazard is present, the medical officer of health or public health inspector shall destroy or dispose of the substance, thing, plant or animal or take such other action as will eliminate or decrease the health hazard.

Food

(5) Where food is seized under this section and the medical officer of health or public health inspector is of the opinion, upon reasonable and probable grounds, that the condition of the food is a health hazard, subsections (2) and (3) do not apply and he may destroy or dispose of the food or cause it to be destroyed or disposed of without further examination or investigation.

Facilities required in residential buildings

**20.** Every person who owns a residential building shall provide,

- (a) potable water; and
- (b) sanitary facilities or a privy,

for the residents of the residential building.

## PART IV

### COMMUNICABLE DISEASES

Interpre-  
tation

**21.—(1)** In this Part,

- (a) “institution” means,

R.S.O. 1980,  
c. 64

(i) “charitable institution” within the meaning of the *Charitable Institutions Act*,

R.S.O. 1980,  
c. 67

(ii) “children’s institution” within the meaning of the *Children’s Institutions Act*,

R.S.O. 1980,  
c. 69

(iii) “children’s mental health centre” within the meaning of the *Children’s Mental Health Services Act*,

R.S.O. 1980,  
c. 71

(iv) “children’s residence” within the meaning of the *Children’s Residential Services Act*,

- (v) "day nursery" within the meaning of the *Day Nurseries Act*, R.S.O. 1980, c. 111
- (vi) "facility" within the meaning of the *Developmental Services Act*, R.S.O. 1980, c. 118
- (vii) "approved home" and "home for retarded persons" within the meaning of the *Homes for Retarded Persons Act*, R.S.O. 1980, c. 201
- (viii) "home for special care" within the meaning of the *Homes for Special Care Act*, R.S.O. 1980, c. 202
- (ix) "home" within the meaning of the *Homes for the Aged and Rest Homes Act*, R.S.O. 1980, c. 203
- (x) "psychiatric facility" within the meaning of the *Mental Health Act*, R.S.O. 1980, c. 262
- (xi) "approved home" and "institution" within the meaning of the *Mental Hospitals Act*, R.S.O. 1980, c. 263
- (xii) "correctional institution" within the meaning of the *Ministry of Correctional Services Act*, R.S.O. 1980, c. 275
- (xiii) "lock-up" within the meaning of section 206 of the *Municipal Act*, R.S.O. 1980, c. 302
- (xiv) "nursing home" within the meaning of the *Nursing Homes Act*, R.S.O. 1980, c. 320
- (xv) "private hospital" within the meaning of the *Private Hospitals Act*, R.S.O. 1980, c. 389
- (xvi) "sanitarium" within the meaning of the *Private Sanitaria Act*, R.S.O. 1980, c. 391
- (xvii) "training school" within the meaning of the *Training Schools Act*, R.S.O. 1980, c. 508

and includes any other place of a similar nature;

- (b) "superintendent" means the person who has for the time being the direct and actual superintendence and charge of an institution.

- (2) In this Part, "administrator", "hospital", "out-patient" and "patient" have the same meanings as in the *Public Hospitals Act*. Idem  
R.S.O. 1980, c. 410

Order by  
M.O.H. re  
communicable  
disease

**22.**—(1) A medical officer of health, in the circumstances mentioned in subsection (2), by a written order may require a person to take or to refrain from taking any action that is specified in the order in respect of a communicable disease.

Condition  
precedent to  
order

(2) A medical officer of health may make an order under this section where he is of the opinion, upon reasonable and probable grounds,

- (a) that a communicable disease exists or may exist or that there is an immediate risk of an outbreak of a communicable disease in the health unit served by the medical officer of health;
- (b) that the communicable disease presents a risk to the health of persons in the health unit served by the medical officer of health; and
- (c) that the requirements specified in the order are necessary in order to decrease or eliminate the risk to health presented by the communicable disease.

Time

(3) In an order under this section, a medical officer of health may specify the time or times when or the period or periods of time within which the person to whom the order is directed must comply with the order.

What may be  
included in  
order

- (4) An order under this section may include, but is not limited to,
  - (a) requiring the owner or occupier of premises to close the premises or a specific part of the premises;
  - (b) requiring the placarding of premises to give notice of an order requiring the closing of the premises;
  - (c) requiring any person that the order states has or may have a communicable disease or is or may be infected with an agent of a communicable disease to isolate himself and remain in isolation from other persons;
  - (d) requiring the cleaning or disinfecting, or both, of the premises or the thing specified in the order;
  - (e) requiring the destruction of the matter or thing specified in the order;
  - (f) requiring the person to whom the order is directed to submit to an examination by a physician and to

deliver to the medical officer of health a report by the physician as to whether or not the person has a communicable disease or is or is not infected with an agent of a communicable disease;

- (g) requiring the person to whom the order is directed in respect of a communicable disease that is a virulent disease to place himself forthwith under the care and treatment of a physician;
- (h) requiring the person to whom the order is directed to conduct himself in such a manner as not to expose another person to infection.

(5) An order under this section may be directed to a person,

*Person directed*

- (a) who resides or is present;
- (b) who owns or is the occupier of any premises;
- (c) who owns or is in charge of any thing; or
- (d) who is engaged in or administers an enterprise or activity,

in the health unit served by the medical officer of health.

(6) In an order under this section, a medical officer of health,

*Additional contents of order*

- (a) may specify that a report will not be accepted as complying with the order unless it is a report by a physician specified or approved by the medical officer of health;
- (b) may specify the period of time within which the report mentioned in this subsection must be delivered to the medical officer of health.

(7) An order under this section is not effective unless the reasons for the order are set out in the order.

*Reasons for order*

**23.** Where an order by a medical officer of health in respect of a communicable disease is directed to a person under sixteen years of age and is served upon the parent of the person or upon any other person who has the responsibilities of a parent in relation to the person under sixteen years of age, the parent or other person shall ensure that the order is complied with.

*Order by  
M.O.H. re  
person under  
sixteen*

Directions by  
M.O.H.

**24.**—(1) A medical officer of health, in the circumstances specified in subsection (2), may give directions in accordance with subsection (3) to the persons whose services are engaged by or to agents of the board of health of the health unit served by the medical officer of health.

When  
M.O.H. may  
give  
directions

(2) A medical officer of health may give directions in accordance with subsection (3) where the medical officer of health is of the opinion, upon reasonable and probable grounds, that a communicable disease exists in the health unit and the person to whom an order is or would be directed under section 20,

- (a) has refused to or is not complying with the order;
- (b) is not likely to comply with the order promptly;
- (c) cannot be readily identified or located and as a result the order would not be carried out promptly; or
- (d) requests the assistance of the medical officer of health in eliminating or decreasing the risk to health presented by the communicable disease.

Contents of  
directions

(3) Under this section, a medical officer of health may direct the persons whose services are engaged by or who are the agents of the board of health of the health unit served by the medical officer of health to take such action as is specified in the directions in respect of eliminating or decreasing the risk to health presented by the communicable disease.

Idem

(4) Directions under this section may include, but are not limited to,

- (a) authorizing and requiring the placarding of premises specified in the directions to give notice of the existence of a communicable disease or of an order made under this Act, or both;
- (b) requiring the cleaning or disinfecting, or both, of any thing or any premises specified in the directions;
- (c) requiring the destruction of any thing specified in the directions.

Recovery of  
expenses

(5) The expenses incurred by a board of health in carrying out directions given by a medical officer of health in respect of a communicable disease may be recovered with costs by the board of health from the person to whom an order is or would be directed under section 22 in respect of the communicable disease by action in a court of competent jurisdiction.

**25.** A physician or a person registered under Part II, IV, V or VI of the *Health Disciplines Act* to practise a health discipline or a person registered as a drugless practitioner under the *Drugless Practitioners Act* who, while providing professional services to a person who is not a patient in or an out-patient of a hospital, forms the opinion that the person has or may have a reportable disease shall, as soon as possible after forming the opinion, report thereon to the medical officer of health of the health unit in which the professional services are provided.

Duty to  
report  
disease  
R.S.O. 1980,  
cc. 196, 127

**26.** A physician who, while providing professional services to a person, forms the opinion that the person is or may be infected with an agent of a communicable disease shall, as soon as possible after forming the opinion, report thereon to the medical officer of health of the health unit in which the professional services are provided.

Carrier of  
disease

**27.—(1)** The administrator of a hospital shall report to the medical officer of health of the health unit in which the hospital is located if an entry in the records of the hospital in respect of a patient in or an out-patient of the hospital states that the patient or out-patient has or may have a reportable disease or is or may be infected with an agent of a communicable disease.

Duty of  
hospital  
administrator  
to report re  
disease

**(2)** The superintendent of an institution shall report to the medical officer of health of the health unit in which the institution is located if an entry in the records of the institution in respect of a person lodged in the institution states that the person has or may have a reportable disease or is or may be infected with an agent of a communicable disease.

Duty of  
super-  
intendent of  
institution to  
report re  
disease

**(3)** The administrator or the superintendent shall report to the medical officer of health as soon as possible after the entry is made in the records of the hospital or institution, as the case may be.

When report  
to be given

**28.** The principal of a school who is of the opinion that a pupil in the school has or may have a communicable disease shall, as soon as possible after forming the opinion, report thereon to the medical officer of health of the health unit in which the school is located.

Duty of  
school  
principal to  
report  
disease

**29.—(1)** The operator of a laboratory shall report to the medical officer of health of the health unit in which the laboratory is located each case of a positive laboratory finding in respect of a reportable disease, as soon as possible after the making of the finding.

Report by  
operator

Contents and  
time of  
report

Interpre-  
tation  
R.S.O. 1980,  
c. 409

Duty to  
report death  
R.S.O. 1980,  
c. 524

Reports by  
M.O.H. re  
diseases

Communi-  
cation  
between  
medical  
officers of  
health

Transmittal  
of report

Communi-  
cable  
diseases of  
the eyes

Physician to  
report refusal  
or neglect of  
treatment

Report to be  
made to  
M.O.H.

(2) A report under this section shall state the laboratory findings and shall be made within the time prescribed by the regulations.

(3) In this section "laboratory" has the same meaning as in section 59 of the *Laboratory and Specimen Collection Centre Licensing Act*.

**30.** A physician who signs a medical certificate of death in the form prescribed by the regulations under the *Vital Statistics Act* where the cause of death was a reportable disease or a reportable disease was a contributing cause of death shall, as soon as possible after signing the certificate, report thereon to the medical officer of health of the health unit in which the death occurred.

**31.** Every medical officer of health shall report to the Ministry in respect of reportable diseases and in respect of deaths from such diseases that occur in the health unit served by the medical officer of health.

**32.—(1)** A medical officer of health may transmit to another medical officer of health or to the proper public health official in another jurisdiction any information in respect of a person in relation to whom a report in respect of a reportable disease has been made under this Act.

(2) Where the person in respect of whom a report is made under this Part to a medical officer of health does not reside in the health unit served by the medical officer of health, the medical officer of health shall transmit the report to the medical officer of health serving the health unit in which the person resides.

**33.** Every physician, public health nurse or other health care professional person attending at the birth of a child shall ensure that the requirements prescribed by the regulations in respect of communicable diseases of the eyes of the new-born child are complied with.

**34.—(1)** Every physician shall report to the medical officer of health the name and residence address of any person who is under the care and treatment of the physician in respect of a communicable disease and who refuses or neglects to continue the treatment in a manner and to a degree satisfactory to the physician.

(2) A report under subsection (1) shall be made to the medical officer of health serving the health unit in which the physician provided the care and treatment.

(3) Where the person does not reside in the health unit served by the medical officer of health mentioned in subsection (2), the medical officer of health shall transmit the report to the medical officer of health serving the health unit in which the person resides.

Transmittal  
to M.O.H.  
where person  
resides

(4) A physician who makes a report under subsection (1) shall report to the medical officer of health at such times as are prescribed by the regulations any additional information prescribed by the regulations.

Additional  
information

**35.**—(1) Upon application by a medical officer of health, a provincial offences court, in the circumstances specified in subsection (2), may make an order in the terms specified in subsection (3).

Order by  
provincial  
offences  
court

(2) An order may be made under subsection (3) where a person has failed to comply with an order by a medical officer of health in respect of a communicable disease that is a virulent disease,

When court  
may make  
order

- (a) that the person isolate himself and remain in isolation from other persons;
- (b) that the person submit to an examination by a physician;
- (c) that the person place himself under the care and treatment of a physician; or
- (d) that the person conduct himself in such a manner as not to expose another person to infection.

(3) In an order under this section, a provincial offences court may order that the person who has failed to comply with the order of the medical officer of health,

Contents of  
order

- (a) be taken into custody and be admitted to and detained in a hospital named in the order;
- (b) be examined by a physician to ascertain whether or not the person is infected with an agent of a virulent disease; and
- (c) if found on examination to be infected with an agent of a virulent disease, be treated for the disease.

(4) A court shall not name a hospital in an order under this section unless the court is satisfied that the hospital is able to

Capability of  
hospital

provide detention, care and treatment for the person who is the subject of the order.

Delivery to hospital

(5) An order under this section is authority for any person,

- (a) to locate and apprehend the person who is the subject of the order; and
- (b) to deliver the person who is the subject of the order to the hospital named in the order.

Police assistance

(6) An order under this section may be directed to a police force that has jurisdiction in the area where the person who is the subject of the order may be located, and the police force shall do all things reasonably able to be done to locate, apprehend and deliver the person in accordance with the order.

Care and treatment

(7) An order under this section is authority to detain the person who is the subject of the order in the hospital named in the order and to care for and examine the person and to treat the person for the virulent disease in accordance with generally accepted medical practice for a period of not more than four months from and including the day that the order was issued.

Physician responsible

(8) The person authorized by the by-laws of the hospital shall designate a physician to have responsibility for the treatment of the person named in the order or, where the by-laws do not provide the authorization, the administrator of the hospital or a person delegated by the administrator shall designate a physician to have responsibility for the person named in the order.

Reports

(9) The physician responsible for treating the person in the hospital shall report in respect of the treatment and the condition of the person to the medical officer of health serving the health unit in which the hospital is located.

Idem

(10) The physician shall report in the manner, at the times and with the information specified by the medical officer of health and the medical officer of health may specify the manner and times of reporting and the information that shall be reported.

Order to continue detention and treatment

(11) Upon application by the medical officer of health serving the health unit in which the hospital is located, a provincial offences court that is satisfied,

- (a) that the person continues to be infected with an agent of a virulent disease; and

- (b) that the discharge of the person from the hospital would present a significant risk to the health of the public,

by order may extend the period of detention and treatment for not more than four months, and upon further applications by the medical officer of health the court may extend the period of detention and treatment for further periods each of which shall not be for more than four months.

(12) A person detained in accordance with an order under this section shall be released from detention and discharged from the hospital upon the certificate of the medical officer of health serving the health unit in which the hospital is located.

Release and  
discharge  
from hospital

(13) The medical officer of health shall inform himself as to the treatment and condition of the person and shall issue his certificate authorizing the release and discharge of the person as soon as the medical officer of health is of the opinion that the person is no longer infected with an agent of the virulent disease or that the release and discharge of the person will not present a significant risk to the health of members of the public.

Certificate of  
M.O.H.

(14) An application mentioned in subsection (1) or (11) shall be heard in private, but, if the person in respect of whom the application is made requests otherwise by a notice filed with the clerk of the court before the day of the hearing, the court shall conduct the hearing in public except where,

Hearing of  
application

- (a) matters involving public security may be disclosed; or
- (b) the possible disclosure of intimate financial or personal matters outweighs the desirability of holding the hearing in public.

(15) An application under this section applies to stay a proceeding before or an appeal from a decision or order of the Board in respect of the same matter until the application is disposed of by the provincial offences court and where the provincial offences court makes an order under this section, no person shall commence or continue a proceeding before or an appeal from a decision or order of the Board in respect of the same matter.

Effect on  
proceeding  
before Board

(16) In subsections (1) to (15), "provincial offences court" and "court" mean a provincial offences court presided over by a provincial judge.

Interpre-  
tation

Appeal R.S.O. 1980, c. 400	(17) Any party to the proceedings before the provincial offences court under subsection (1) or (11) may appeal from its decision or order, in accordance with the rules under the <i>Provincial Offences Act</i> for appeals from the decision of a provincial judge, to the county or district court of the county or district in which the adjudication was made.
Stay	(18) The filing of a notice of appeal does not apply to stay the decision or order appealed from unless a judge of the court to which the appeal is taken so orders.
Appeal to Court of Appeal	(19) Any party to the proceedings may appeal from the judgment of the county or district court to the Court of Appeal, with leave of a justice of appeal on special grounds, upon any question of law alone in accordance with the rules under the <i>Provincial Offences Act</i> for appeals to the Court of Appeal.
Grounds for leave	(20) No leave for appeal shall be granted under subsection (19) unless the justice of appeal considers that in the particular circumstances of the case it is essential in the public interest or for the due administration of justice that leave be granted.
Where person withdraws from care and treatment	<b>36.</b> —(1) Where a medical officer of health has made an order in respect of a communicable disease that is a virulent disease requiring a person to place himself under the care and treatment of a physician or to take other action specified in the order and the person withdraws from the care and treatment or fails to continue the specified action, section 35 applies with necessary modifications and for the purpose, the person shall be deemed to have failed to comply with an order of the medical officer of health.
Failure to comply with isolation order	(2) Where a person who is infected with an agent of a communicable disease has failed to comply with an order by a medical officer of health that the person isolate himself and remain in isolation from other persons, section 35 applies with necessary modifications.
Examination of person under detention	<b>37.</b> —(1) A physician who provides medical services in a correctional institution, a training school, a lock-up or an observation and detention home and who is of the opinion that a person detained therein is infected or may be infected with an agent of a communicable disease shall notify forthwith the medical officer of health of the health unit in which the institution is located.
Order by M.O.H. re person under detention	(2) A medical officer of health by order may require the superintendent of a correctional institution, a training school, a lock-up or an observation and detention home located in the health unit served by the medical officer of health to take such

action as is specified in the order to prevent the infection of others by a person who is detained in the correctional institution, training school, lock-up or observation and detention home and who has been examined and found to be infected with an agent of a communicable disease.

(3) In this section,

Interpre-  
tation

- (a) "correctional institution" has the same meaning as in the *Ministry of Correctional Services Act*; R.S.O. 1980,  
c. 275
- (b) "lock-up" has the same meaning as in section 206 of the *Municipal Act*; R.S.O. 1980,  
c. 302
- (c) "observation and detention home" has the same meaning as in the *Provincial Courts Act*; R.S.O. 1980,  
c. 398
- (d) "training school" has the same meaning as in the *Training Schools Act*. R.S.O. 1980,  
c. 508

**38.**—(1) No person shall disclose to any other person the name of or any other information that will or is likely to identify a person in respect of whom an application, order, certificate or report is made in respect of a communicable disease, a reportable disease or a virulent disease.

Confiden-  
tiality

(2) Subsection (1) does not apply,

Exceptions

- (a) in respect of an application by a medical officer of health to a provincial offences court that is heard in public at the request of the person who is the subject of the application;
- (b) where the disclosure is made with the consent of the person in respect of whom the application, order, certificate or report is made;
- (c) where the disclosure is made for the purposes of public health administration;
- (d) in connection with the administration of or a proceeding under this Act, the *Health Disciplines Act*, the *Public Hospitals Act*, the *Health Insurance Act*, the *Medical Care Act (Canada)* or the *Criminal Code (Canada)*, or regulations made thereunder; or R.S.O. 1980,  
cc. 196, 410,  
197  
R.S.C. 1970,  
cc. M-8, C-34
- (e) to prevent the reporting of information under section 49 of the *Child Welfare Act* in respect of the abuse or the suspected abuse of a child. R.S.O. 1980,  
c. 66

Supply of  
drugs, etc.,  
by  
unqualified  
person  
prohibited

Exception re  
pharmacist  
R.S.O. 1980,  
c. 196

**39.**—(1) No person other than a physician shall attend upon, prescribe for or supply or offer to supply a drug, medicine, appliance or treatment to or for another person for the purpose of alleviating or curing a sexually transmitted disease.

(2) Subsection (1) does not apply to a pharmacist licensed under Part VI of the *Health Disciplines Act* who dispenses to a person upon a written prescription signed by a physician or who sells to a person a drug, medicine or appliance.

## PART V

### RIGHTS OF ENTRY AND APPEALS FROM ORDERS

Interpreta-  
tion, persons

**40.**—(1) The persons referred to in subsections (3) to (5) and (8), (10) and (11) are the following:

1. An inspector appointed by the Minister.
2. A medical officer of health.
3. A public health inspector.
4. A person acting under a direction given by a medical officer of health.

Interpre-  
tation,  
purposes

(2) The purposes mentioned in subsections (3) to (5) and (11) are the following:

1. The purpose of this Act.
2. The enforcement of any section of this Act or the regulations.
3. The exercise of a power or the carrying out of a duty under this Act or the regulations.
4. The carrying out of a direction given under this Act.

Entry

(3) A person mentioned in subsection (1) may enter and have access to, through and over any premises for a purpose mentioned in subsection (2).

Examinations

(4) A person mentioned in subsection (1) may make examinations, investigations, tests and inquiries for a purpose mentioned in subsection (2).

(5) A person mentioned in subsection (1) may make, take and remove or require the making, taking and removal of copies, samples or extracts related to an examination, investigation, test or inquiry for a purpose mentioned in subsection (2).

Samples or extracts

(6) The authority under subsections (3) to (5) shall be exercised only at reasonable times.

Reasonable times

(7) Subsection (3) is not authority to enter a private residence without the consent of the occupier.

Private residence

(8) A person mentioned in subsection (1) may require an operator of a food premise to cease the operation of or to dismantle, or both, any equipment on or in the food premise, for the purpose of an examination, investigation, test or inquiry.

Food premise

(9) An operator of a food premise shall comply promptly with a requirement under subsection (8).

Compliance with requirement

(10) A copy of any written or recorded material related to an examination, investigation, test or inquiry and purporting to be certified by a person mentioned in subsection (1) is admissible in evidence in any action, proceeding or prosecution as proof, in the absence of evidence to the contrary, of the original.

Copies

(11) If an occupier of premises,

Application for warrant

- (a) denies entry or access to, through or over the premises to a person mentioned in subsection (1);
- (b) instructs a person mentioned in subsection (1) to leave the premises;
- (c) obstructs a person mentioned in subsection (1) who is acting for a purpose mentioned in subsection (2);
- (d) refuses to comply with a request for the production of any thing or any plant or animal the production of which is requested for the purpose of an examination, investigation, test or inquiry or for a purpose mentioned in subsection (2),

a person mentioned in subsection (1) may apply to a justice of the peace for a warrant under section 42.

**41.**—(1) No person shall hinder or obstruct an inspector appointed by the Minister, a medical officer of health, a public health inspector or a person acting under a direction of a med-

Obstruction

ical officer of health lawfully carrying out a power, duty or direction under this Act.

Private residence

(2) A refusal of consent to enter a private residence is not and shall not be deemed to be hindering or obstructing within the meaning of subsection (1).

Warrant by justice of the peace

**42.**—(1) Where a justice of the peace is satisfied on evidence upon oath,

(a) that there is reasonable and probable ground for believing that it is necessary,

(i) to enter and have access to, through and over any premises,

(ii) to make examinations, investigations, tests and inquiries, and

(iii) to make, take and remove samples, copies or extracts related to an examination, investigation, test or inquiry,

or to do any of such things, for the purpose of this Act, the enforcement of any section of this Act or the regulations, the exercise of a power or the carrying out of a duty under this Act or the regulations or the carrying out of a direction given under this Act; and

(b) that an inspector appointed by the Minister, a medical officer of health, a public health inspector or a person acting under a direction given by a medical officer of health,

(i) has been denied entry to the premises,

(ii) has been instructed to leave the premises,

(iii) has been obstructed, or

(iv) has been refused production of any thing or any plant or animal related to an examination, investigation, test or inquiry,

by the occupier of the premises,

the justice of the peace may issue a warrant in the form prescribed by the regulations authorizing an inspector appointed by the Minister, a medical officer of health, a public health

inspector and any person who is acting under a direction given by a medical officer of health, or any of them, to act as mentioned in clause (a) in respect of the premises specified in the warrant, by force if necessary, together with such police officer or officers as they call upon to assist them.

(2) A warrant issued under this section shall be executed at reasonable times as specified in the warrant. Execution of warrant

(3) A warrant issued under this section shall state the date on which it expires, which shall be a date not later than fifteen days after the warrant is issued. Expiry of warrant

(4) A justice of the peace may receive and consider an application for a warrant under this section without notice to and in the absence of the owner or the occupier of the premises. Ex parte application

**43.**—(1) An order by a medical officer of health or a public health inspector under this Act shall inform the person to whom it is directed that the person is entitled to a hearing by the Board if he mails or delivers to the medical officer of health or public health inspector, as the case requires, and to the Board, within fifteen days after a copy of the order is served on him, notice in writing requiring a hearing and he may also require such a hearing. Notice of right to hearing

(2) An oral order or an order directed to a person described but not named in the order need not contain the information specified in subsection (1) but a person to whom the order is directed may require a hearing by the Board by giving the notices specified in subsection (1) within fifteen days after the day the person first knows or ought to know the contents of the order. Oral order

(3) Notwithstanding that a hearing is required in accordance with this Part, an order under this Act takes effect. Effect of order

- (a) when it is served on the person to whom it is directed; or
- (b) in the case of an oral order or an order directed to a person described but not named in the order, when the person to whom it is directed first knows or ought to know the contents of the order,

but the Board, upon application with notice, may grant a stay until the proceedings before the Board are disposed of.

(4) Where the person to whom an order is directed requires a hearing by the Board in accordance with subsection (1) or (2), Powers of Board

the Board shall appoint a time and place for and hold the hearing and the Board may by order confirm, alter or rescind the order and for such purposes the Board may substitute its findings for that of the medical officer of health or public health inspector who made the order.

Time for hearing

(5) The Board shall hold a hearing under this section within fifteen days after receipt by the Board of the notice in writing requiring the hearing and the Board may, from time to time, at the request or with the consent of the person requiring the hearing, extend the time for holding the hearing for such period or periods of time as the Board considers just.

Extension of time for hearing

(6) The Board may extend the time for the giving of notice requiring a hearing under this section by the person to whom the order of the medical officer of health or public health inspector is directed either before or after the expiration of such time where it is satisfied that there are *prima facie* grounds for granting relief to the person following upon a hearing and that there are reasonable grounds for applying for the extension, and the Board may give such directions as it considers proper consequent upon the extension.

Parties

**44.**—(1) The medical officer of health or public health inspector who made the order, the person who has required the hearing and such other persons as the Board may specify are parties to the proceedings before the Board.

Examination of documentary evidence

(2) Any party to the proceedings before the Board shall be afforded an opportunity to examine before the hearing any written or documentary evidence that will be produced or any report the contents of which will be given in evidence at the hearing.

Members holding hearing not to have taken part in investigation, etc.

(3) Members of the Board holding a hearing shall not have taken part before the hearing in any investigation or consideration of the subject-matter of the hearing and shall not communicate directly or indirectly in relation to the subject-matter of the hearing with any person or with any party or his representative except upon notice to and opportunity for all parties to participate, but the Board may seek legal advice from an advisor independent from the parties and in such case the nature of the advice shall be made known to the parties in order that they may make submissions as to the law.

Recording of evidence

(4) The oral evidence taken before the Board at a hearing shall be recorded and, if so required, copies or a transcript thereof shall be furnished upon the same terms as in the Supreme Court.

(5) No member of the Board shall participate in a decision of the Board following upon a hearing unless he was present throughout the hearing and heard the evidence and argument of the parties.

Only members at hearing to participate in decision

(6) Documents and things put in evidence at a hearing shall, upon the request of the person who produced them, be released to him by the Board within a reasonable time after the matter in issue has been finally determined.

Release of documentary evidence

**45.**—(1) Any party to the proceedings before the Board may appeal from its decision or order to the Divisional Court in accordance with the rules of court.

Appeal to court

(2) Where an appeal is taken under subsection (1) in respect of an order that was stayed by the Board, a judge of the High Court upon application may grant a further stay until the appeal is disposed of.

Stay of order

(3) Where any party appeals from a decision or order of the Board, the Board shall forthwith file in the Supreme Court the record of the proceedings before it in which the decision was made, which, together with the transcript of evidence if it is not part of the Board's record, shall constitute the record in the appeal.

Record to be filed in court

(4) The Minister is entitled to be heard, by counsel or otherwise, upon the argument of an appeal under this section.

Minister entitled to be heard

(5) An appeal under this section may be made on questions of law or fact or both and the court may confirm, alter or rescind the decision of the Board and may exercise all powers of the Board to confirm, alter or rescind the order as the court considers proper, or the court may refer the matter back to the Board for rehearing, in whole or in part, in accordance with such directions as the court considers proper.

Powers of court on appeal

**46.**—(1) The Health Protection Appeal Board is established and shall be composed of not fewer than five members appointed by the Lieutenant Governor in Council.

Health Protection Appeal Board

(2) The Lieutenant Governor in Council shall designate a chairman and one or more vice-chairmen from among the members of the Board.

Chairman and vice-chairmen

(3) If the chairman is absent or unable to act or if there is a vacancy in the office of chairman, a vice-chairman shall act as and have all the powers of the chairman.

Vacancy

Terms	(4) The members of the Board shall be appointed for such terms as may be determined by the Lieutenant Governor in Council and may be reappointed for further terms.
Remuneration	(5) The members of the Board shall be paid such remuneration and expenses as are determined by the Lieutenant Governor in Council.
Quorum	(6) Three members of the Board constitute a quorum.
Sittings	(7) The chairman of the Board may from time to time assign the members of the Board to its various sittings and may change any such assignment.
Practice and procedure	(8) The Board may determine its own practice and procedure in relation to a hearing.
Decision	(9) The Board shall give a copy of its decision, together with written reasons therefor, to the parties to the proceedings.
Hearings to be public, exceptions	(10) A hearing by the Board shall be open to the public except where the Board is of the opinion that matters may be disclosed at the hearing that are of such a nature, having regard to the circumstances, that the desirability of avoiding disclosure thereof in the interest of any person affected or in the public interest outweighs the desirability of adhering to the principle that hearings be open to the public, in which case the Board shall hold the hearing, or the part of the hearing concerning such matters, in private.

## PART VI

### HEALTH UNITS AND BOARDS OF HEALTH

Boards of health	<b>47.</b> There shall be a board of health for each health unit.
Composition of board of health	<b>48.—(1)</b> A board of health is composed of the members appointed to the board under this Act and the regulations.
Municipal members	(2) There shall be not fewer than three and not more than thirteen municipal members of each board of health.
Appointments by Lieutenant Governor in Council	(3) The Lieutenant Governor in Council may appoint one or more persons as members of a board of health, but the number of members so appointed shall be less than the number of municipal members of the board of health.
Remuneration	(4) A board of health shall pay remuneration to each member of the board of health on a daily basis and all members shall be paid at the same rate.

(5) A board of health shall pay the reasonable and actual expenses of each member of the board of health.

(6) The rate of the remuneration paid by a board of health to a member of the board of health shall not exceed the highest rate of remuneration of a member of a standing committee of a municipality within the health unit served by the board of health, but where no remuneration is paid to members of such standing committees the rate shall not exceed the rate fixed by the Minister and the Minister has power to fix the rate.

(7) The term of office of a municipal member of a board of health continues during the pleasure of the council that appointed the municipal member but, unless ended sooner, ends with the ending of the term of office of the council.

(8) The seat of a municipal member of a board of health becomes vacant for the same reasons that the seat of a member of council becomes vacant under section 39 of the *Municipal Act*.

(9) Subsections (1) to (8) do not apply to,

- (a) the board of health under the *County of Oxford Act*;
- (b) a board of health under an Act establishing or continuing a regional municipality; or
- (c) a regional corporation that, under the Act establishing or continuing the regional corporation, has the powers, rights and duties of a local board of health or of a board of health.

(10) Subsections (4) to (6) apply notwithstanding sections 240 to 245 of the *Municipal Act* (which relate to remuneration and expenses of members of local boards).

(11) Subsections (4) and (5) do not authorize payment of remuneration or expenses to a member of a board of health, other than the chairman, who is a member of the council of a municipality and is paid annual remuneration or expenses, as the case requires, by the municipality.

**49.**—(1) A board of health for a health unit and the council of the band on a reserve within the health unit may enter into an agreement in writing under which,

- (a) the board agrees to provide health programs and services to the members of the band; and

Rate of remuneration

Term of office

Disqualification

R.S.O. 1980,  
c. 302

Application of  
subss. (1-8)  
R.S.O. 1980,  
c. 365

Application of  
R.S.O.  
1980, c. 302

Member of  
municipal  
council

Agreement  
with council  
of band

- (b) the council of the band agrees to accept the responsibilities of the council of a municipality within the health unit.
- Appointment of member by council of band**
- (2) The council of the band that has entered into the agreement has the right to appoint a member of the band to be one of the members of the board of health for the health unit.
- Joint appointment**
- (3) The councils of the bands of two or more bands that have entered into agreements under subsection (1) have the right to jointly appoint a person to be one of the members of the board of health for the health unit instead of each appointing a member under subsection (2).
- Term**
- (4) An appointment under this section may be for one, two or three years.
- Interpretation R.S.C. 1970, c. I-6**
- (5) In this section, "band", "council of the band" and "reserve" have the same meanings as in the *Indian Act* (Canada).
- Term of office**
- 50.**—(1) A member of a board of health appointed by the Lieutenant Governor in Council may be appointed for a term of one, two or three years.
- Vacancy**
- (2) Where a vacancy occurs in a board of health by the death, disqualification, resignation or removal of a member, the person or body that appointed the member shall appoint a person forthwith to fill the vacancy for the remainder of the term of the member.
- Disqualification**
- (3) No person whose services are employed by a board of health is qualified to be a member of the board of health.
- Board to be corporation**
- 51.**—(1) Every board of health is a corporation without share capital.
- Application of R.S.O. 1980, cc. 95, 96**
- (2) The *Corporations Act* and the *Corporations Information Act* do not apply to a board of health.
- Real property**
- (3) A board of health may acquire and hold real property for the purpose of carrying out the functions of the board and may sell, exchange, lease, mortgage or otherwise charge or dispose of real property owned by it.
- Consents required**
- (4) Subsection (3) does not apply unless the board of health has first obtained the consent of the councils of the majority of the municipalities within the health unit served by the board of health and has obtained the consent of the Minister.

**52.** The name of each board of health shall be the "Board of Health for the ..... Name of board  
 (inserting the name of the health unit)  
 Health Unit".

**53.** A majority of the members of a board of health constitutes a quorum of the board. Quorum

**54.** Sections 51 to 53 and 55 to 58 do not apply to a regional corporation that, under the Act establishing or continuing the regional municipality, has the powers and rights and is subject to the duties of a local board of health or of a board of health. Application of ss. 51-53, 55-58

**55.**—(1) A board of health shall pass by-laws respecting, By-laws

- (a) the management of its property;
- (b) banking and finance;
- (c) the calling of and proceedings at meetings; and
- (d) the appointment of an auditor.

(2) A board of health may pass by-laws respecting, Idem

- (a) the appointment, duties and removal of officers (other than the medical officer of health or an associate medical officer of health) and employees, and the remuneration, pensions and other benefits of officers and employees; and
- (b) any other matter necessary or advisable for the management of the affairs of the board of health.

**56.**—(1) A board of health shall hold its first meeting of each year not later than the 1st day of February. First meeting

(2) At the first meeting of a board of health in each year, the members of the board shall elect one of the members to be chairman and one to be vice-chairman of the board for the year. Chairman

**57.** A board of health shall keep or cause to be kept minutes of its proceedings and the text of the by-laws and resolutions passed by it. Minutes

**58.**—(1) A board of health shall keep or cause to be kept, Financial records

- (a) books, records and accounts of its financial affairs;

- (b) the invoices, receipts and other documents in its possession that relate to the financial affairs of the board.

Annual financial statements

- (2) A board of health shall cause to be prepared statements of its financial affairs in each year including but not limited to,

- (a) an annual statement of income and expenses;
- (b) an annual statement of assets and liabilities; and
- (c) an annual estimate of expenses for the next year.

Retention of records

- (3) A board of health need not keep any records, statements, minutes, accounts or other materials beyond the period of time prescribed by the regulations.

Certain boards of health in Metropolitan Toronto

- 59.**—(1) With respect to the board of health for the health unit related to each municipality specified in subsection (2),

- (a) the council of the municipality shall stand in the place of and has the powers and is subject to the duties of the board of health in respect of the appointment, reappointment and dismissal of the medical officer of health and the associate medical officers of health of the board of health;
- (b) the council of the municipality shall provide to the board of health such employees of the municipality, including public health nurses, as the council of the municipality considers necessary to carry out the functions of the board of health, including the duties of the board of health in respect of mandatory health programs and services; and
- (c) the council of the municipality shall appoint the auditor of the board of health.

Municipalities specified

- (2) The municipalities referred to in subsection (1) are the following:

1. The Borough of Etobicoke.
2. The City of North York.
3. The Borough of Scarborough.
4. The City of Toronto.

**60.** Every board of health shall superintend and ensure the carrying out of Parts II, III and IV and the regulations relating to those Parts in the health unit served by the board of health.

Duty of  
board of  
health

**61.** Every board of health,

Medical  
officer of  
health

- (a) shall appoint a full-time medical officer of health; and
- (b) may appoint one or more associate medical officers of health,

of the board of health.

**62.** A board of health shall not describe the position of a person whose services are employed by the board by a title that incorporates the title "medical officer of health" or the designation "M.O.H." or other designation representing the title unless the person is the medical officer of health, associate medical officer of health or acting medical officer of health of the board.

Use of title

**63.** No person is eligible for appointment as a medical officer of health or an associate medical officer of health unless,

Eligibility for  
appointment

- (a) he is a physician;
- (b) he possesses the qualifications and requirements prescribed by the regulations for the position; and
- (c) the Minister approves the proposed appointment.

**64.**—(1) Every medical officer of health and every associate medical officer of health of a board of health shall retire at the end of the month in which he attains the age of sixty-five years.

Retirement

(2) A board of health, with the approval of the Minister, may reappoint the medical officer of health or associate medical officer of health, as the case may be, for a period not exceeding one year at a time until the end of the month in which the medical officer of health or associate medical officer of health attains the age of seventy years.

Extension

**65.**—(1) A decision by a board of health to dismiss a medical officer of health or an associate medical officer of health from office is not effective unless,

Dismissal

- (a) the decision is carried by the vote of two-thirds of the members of the board; and
- (b) the Minister consents in writing to the dismissal.

**Notice and attendance**

(2) A board of health shall not vote on the dismissal of a medical officer of health unless the board has given to the medical officer of health,

- (a) reasonable written notice of the time, place and purpose of the meeting at which the dismissal is to be considered;
- (b) a written statement of the reason for the proposal to dismiss the medical officer of health; and
- (c) an opportunity to attend and to make representations to the board at the meeting.

**Executive officer**

**66.**—(1) The medical officer of health of a board of health is the executive officer of the board.

**Direction of staff**

(2) The employees of and the persons whose services are engaged by a board of health are subject to the direction of and are responsible to the medical officer of health of the board.

**Management and administration**

(3) The medical officer of health of a board of health is responsible to the board of health for the management and administration of the health programs and services and business affairs of the board.

**Area of authority**

(4) The authority of the medical officer of health of a board of health under this Act and the regulations is limited to the health unit served by the board of health.

**Duties of associate M.O.H.**

**67.**—(1) The associate medical officer of health of a board of health, under the direction of the medical officer of health of the board, shall assist in the performance of the duties of the medical officer of health and, for the purpose, has all the powers of the medical officer of health.

**Where M.O.H. absent or unable to act**

(2) Where the office of medical officer of health of a board of health is vacant or the medical officer of health is absent or unable to act, the associate medical officer of health of the board shall act as and has all the powers of the medical officer of health.

**68.—(1) Where,**Acting  
M.O.H.

- (a) the office of medical officer of health of a board of health is vacant or the medical officer of health is absent or unable to act; and
- (b) there is no associate medical officer of health of the board or the associate medical officer of health of the board is also absent or unable to act,

the board of health shall appoint forthwith a physician as acting medical officer of health.

(2) An acting medical officer of health of a board of health shall perform the duties and has authority to exercise the powers of the medical officer of health of the board.

Powers and  
duties

**69.** The medical officer of health of a board of health is entitled to notice of and to attend each meeting of the board and every committee of the board, but the board may require the medical officer of health to withdraw from any part of a meeting at which the board or a committee of the board intends to consider a matter related to the remuneration or the performance of the duties of the medical officer of health.

Attendance  
at meetings  
of boards

**70.—(1)** Every board of health shall engage the services of such persons, including public health nurses, as are considered necessary to carry out the functions of the board of health, including the duties of the board of health in respect of mandatory health programs and services.

Staff

(2) No board of health shall engage the services of any person in a professional, administrative or technical classification unless the person meets the qualifications and requirements prescribed by the regulations for the classification.

Qualifi-  
cations

(3) No board of health shall engage any person as a public health nurse unless the person is a registered nurse within the meaning of Part IV of the *Health Disciplines Act* and,

Public health  
nurseR.S.O. 1980,  
c. 196

- (a) has the public health nursing education prescribed by the regulations from a degree granting institution in Canada or at a degree granting institution outside Canada that is accepted as equivalent by such an institution in Canada; and
- (b) meets such additional qualifications and requirements as are prescribed by the regulations.

## Expenses

**71.**—(1) The expenses incurred by or on behalf of a board of health in the performance of the functions and duties of the board of health and the medical officer of health of the board of health under this and any other Act shall be borne and paid by the municipalities in the health unit served by the board of health in such proportion as is agreed upon or, in default of agreement, in such proportion as is prescribed by the regulations.

## Municipal authority

(2) The council of a municipality in a health unit has all the powers necessary to enter into and to carry out an agreement in respect of payment of the expenses of the board of health of the health unit or, in default of agreement, to pay the amount that is the responsibility of the municipality in accordance with the proportions prescribed by the regulations.

## Reports

**72.** Every board of health shall provide the Minister or the council of a municipality in the health unit served by the board of health with such information in respect of the board and the health unit served by the board at such times and in such form as the Minister or the council may require.

## Financial inspectors

**73.**—(1) The Minister may direct in writing financial inspectors appointed by the Minister to inspect, examine and audit books, accounts, reports and records maintained by or for boards of health and to report to the Minister with such information, in the form and manner and at the time or within the period of time specified by the Minister.

## Obstruction

(2) No person shall obstruct a financial inspector in the performance of his duties under this Act and the regulations.

## Information

(3) Every board of health shall furnish a financial inspector with such information regarding its affairs as the financial inspector from time to time requires.

## Access to records

(4) Every board of health or other person shall give a financial inspector access to and assistance in respect of all books, accounts, reports, records, files, minutes and other papers, things and property in any form maintained for or on account of or belonging to or in use by the board and necessary to the performance of the duties of the financial inspector.

## Where Minister is of opinion that management or administration of affairs of board of health are inadequate

**74.**—(1) The Minister may give directions under subsection (2) where, having regard to the content of a report of an investigation or examination by the Chief Medical Officer of Health or a financial inspector as to the quality of the management or administration of the affairs of a board of health, the Minister is of the opinion that the quality of the management or administration of the affairs of the board of health is

adversely affecting or is likely to adversely affect the health of members of the public or the provision of health programs or services by the board of health.

(2) Under this section, the Minister may direct the Chief Medical Officer of Health to provide advice and guidance to a board of health and to the medical officer of health and the administrative and professional staffs of the board of health for the purpose of improving the quality of the management and administration of the affairs of the board of health.

Directions by Minister

(3) Where the Minister gives a direction under subsection (2) in respect of a board of health, it is the duty of the board of health and of the medical officer of health and the members of the administrative and professional staffs of the board of health to receive and consider the advice and guidance of the Chief Medical Officer of Health and of any person acting under the instructions of the Chief Medical Officer of Health.

Duty of board of health

(4) Where the Chief Medical Officer of Health, while acting under a direction by the Minister under subsection (2), requests in writing that the board of health or the medical officer of health or any member of the administrative or professional staff of the board of health do any act that they have authority to do and, in the opinion of the Chief Medical Officer of Health, they fail to do so, the Chief Medical Officer of Health may do the act on behalf of the board of health or the medical officer of health or the member of the administrative or professional staff of the board of health and the act is as effective as if done by the board of health or the medical officer of health or the member of the administrative or professional staff, as the case may be.

Action on behalf of board of health, etc.

(5) While a direction by the Minister under subsection (2) is in force in respect of a board of health, no act of the board of health or of the medical officer of health or the administrative professional staff of the board of health is valid unless approved in writing by the Chief Medical Officer of Health but this subsection does not apply to a professional health service provided to any person.

Action by board of health

(6) The Chief Medical Officer of Health and a person acting under the instructions of the Chief Medical Officer of Health have the same rights as the board of health, the medical officer of health and the members of the administrative and professional staffs of the board of health in respect of the documents, records (including medical records) and information of the board of health.

Right of access

Duration of directions

(7) A direction by the Minister under subsection (2) is valid until rescinded by the Minister.

Grants

**75.** The Minister may pay grants,

(a) to boards of health;

(b) to persons or organizations prescribed by the regulations,

for the purpose of this Act or for such purpose as is prescribed by the regulations.

Merger of health units

**76.**—(1) Where two or more health units are merged, the boards of health of the merged health units are dissolved.

Assets and liabilities

(2) Where two or more health units are merged, the assets owned by or under the management and control, as the case may be, and the liabilities of the boards of health of the merged health units are, without compensation, assets owned by or under the management and control and liabilities of the board of health of the new health unit.

Alteration of boundaries of health units

(3) Where the boundaries of health units are altered so that an area formerly in one health unit is included in another health unit, the assets owned by or under the management and control and the liabilities of the board of health of the health unit of which the area was formerly a part and that relate to the area are, without compensation, assets owned by or under the management and control, as the case may be, and liabilities of the board of health of the health unit in which the area is included.

Order by Minister

(4) Where the boards of health are unable to agree on a matter under subsection (3), the Minister may make an order determining the matter.

## PART VII

### ADMINISTRATION

Investigation re disease and mortality

**77.**—(1) The Minister has power to make investigations respecting the causes of disease and mortality in any part of Ontario.

Direction to investigate

(2) The Minister may direct an officer of the Ministry or any other person to investigate the causes of any disease or mortality in any part of Ontario.

(3) For the purposes of the investigation, the person directed by the Minister has the powers of a commission under Part II of the *Public Inquiries Act*, which Part applies to the investigation as if it were an inquiry under that Act.

Powers of investigator

R.S.O. 1980,  
c. 411

**78.**—(1) The Minister may establish and maintain public health laboratory centres at such places and with such buildings, appliances and equipment as the Minister considers proper.

Public health laboratory centres

(2) The Minister may give direction from time to time to a public health laboratory centre as to its operation and the nature and extent of its work, and the public health laboratory centre shall comply with the direction.

Direction by Minister

**79.**—(1) The Minister may appoint in writing one or more employees of the Ministry or other persons as inspectors.

Appointment of inspectors

(2) An inspector shall make inspections of health units and in respect of boards of health, medical officers of health and other public health professionals to ascertain the extent of compliance with this Act and the regulations and the carrying out of the purpose of this Act.

Duty

(3) The Minister in an appointment may limit the duties or the authority or both of an inspector in such manner as the Minister considers necessary or advisable.

Limitation

(4) The Minister may require an inspector to act under the direction of or to report to the Minister, the Deputy Minister of Health, the Chief Medical Officer of Health or other officer of the Ministry.

Directions and reports

(5) The Minister shall issue to every inspector a certificate of appointment and every inspector, in the execution of his duties under this Act and the regulations, shall produce his certificate of appointment upon request.

Certificate of appointment

**80.**—(1) The Minister shall appoint in writing an employee of the Ministry as Chief Medical Officer of Health.

Chief Medical Officer of Health

(2) No person is qualified to be or to act as Chief Medical Officer of Health unless he is a physician of at least five years standing and possesses the qualifications prescribed by the regulations for the position of medical officer of health.

Qualifications

Duty of Chief M.O.H. re occupational and environmental health

(3) The Chief Medical Officer of Health shall keep himself informed in respect of matters related to occupational and environmental health.

Examinations of records by Chief Medical Officer of Health

**81.**—(1) The Chief Medical Officer of Health has the right to examine all by-laws, minutes and records of a board of health.

Copies

(2) A board of health shall provide the Chief Medical Officer of Health with a copy of any by-law, minute or record requested by the Chief Medical Officer of Health.

Delegation

(3) The Chief Medical Officer of Health may delegate in writing his authority under subsections (1) and (2) to any person.

Where board of health not providing health program or service

**82.**—(1) Where the Minister is of the opinion that a board of health is not providing or ensuring the provision of a health program or service in accordance with sections 5 to 7 and the regulations and guidelines, the Minister may direct the Chief Medical Officer of Health to provide or ensure the provision of the health program or service.

Expenses

(2) The Minister may deduct from grants paid by the Minister to the board of health an amount equal to all or part of the expenses incurred by the Chief Medical Officer of Health in carrying out a direction under subsection (1).

Where situation of risk to health

**83.** Where the Minister is of the opinion that a situation exists anywhere in Ontario that constitutes or may constitute a risk to the health of persons, the Minister may direct the Chief Medical Officer of Health to investigate the situation and to take such action as the Chief Medical Officer of Health considers appropriate to prevent, eliminate and decrease the risk to health caused by the situation.

Powers of Chief Medical Officer of Health

**84.**—(1) For the purposes of sections 82 and 83, the Chief Medical Officer of Health,

(a) has, and may exercise anywhere in Ontario, the powers of a medical officer of health; and

(b) may direct a person whose services are engaged by a board of health to do, anywhere in Ontario (whether within or outside the health unit served by the board of health), any act,

(i) that the person has power to do under this Act,  
or

(ii) that the medical officer of health for the health unit served by the board of health has authority to direct the person to do within the health unit.

(2) Where the Chief Medical Officer of Health gives a direction under subsection (1) to a person whose services are engaged by a board of health,

Authority  
and duty of  
person  
directed to  
act

- (a) the person has authority to act, anywhere in Ontario (whether within or outside the health unit served by the board of health), to the same extent as if the direction had been given by the medical officer of health of the board of health and the act had been done in the health unit; and
- (b) the person shall carry out the direction as soon as practicable.

**85.**—(1) The expenses or part of the expenses of carrying out a direction by the Chief Medical Officer of Health in respect of any duty or function of a board of health or a medical officer of health may be treated by the Minister either as a debt due by the board of health or as a debt due by the corporations of the municipalities in the health unit served by the board of health.

Expenses

(2) Where the Minister intends to treat the expenses or part of the expenses as a debt due by the board of health, the Minister may deduct an amount equal to the amount of the expenses or the part of the expenses from amounts that would otherwise be payable by the Minister to the board of health.

Idem

(3) Where the Minister intends to treat the expenses or part of the expenses as a debt due by the corporations of the municipalities within the health unit served by the board of health, the Minister may certify to the treasurer of each of the municipalities the amount due by the municipality to the Crown in right of Ontario in respect of the expenses or the part of the expenses, and the treasurer shall pay to the Treasurer of Ontario the amount set out in the certificate.

Idem

**86.**—(1) The Minister, in the circumstances mentioned in subsection (2), by order may require the occupier of any premises to deliver possession of all or any specified part of the premises to the Minister to be used as a temporary isolation facility or as part of a temporary isolation facility.

Possession of  
premises for  
temporary  
isolation  
facility

(2) The Minister may make an order under subsection (1) where a medical officer of health certifies to the Minister,

Grounds for  
order

(a) that there exists or there is an immediate risk of an outbreak of a communicable disease in the area where the premises are located; and

(b) that the premises are needed for use as a temporary isolation facility or as part of a temporary isolation facility in respect of the communicable disease.

Delivery of possession

(3) An order under subsection (1) may require delivery of possession on the date specified in the order.

Hearing and submissions

(4) The Minister need not hold or afford to any person an opportunity for a hearing or afford to any person an opportunity to make submissions before making an order under subsection (1).

Warrant for possession

(5) Where a judge of the county or district court of the county or district in which the premises are located is satisfied on evidence upon oath,

(a) that there has been or there is an immediate risk of an outbreak of a communicable disease in the area where the premises are located;

(b) that the premises are needed for use as a temporary isolation facility or as part of a temporary isolation facility in respect of the communicable disease; and

(c) that the occupier of the premises,

(i) has refused to deliver possession of the premises to the Minister in accordance with the Minister's order under subsection (1),

(ii) is not likely to comply with the Minister's order under subsection (1), or

(iii) cannot be readily identified or located and as a result the Minister's order under subsection (1) cannot be carried out promptly,

the judge may issue a warrant in the form prescribed by the regulations directing the sheriff of the county or district, or any other person whom the judge considers suitable, to put and maintain the Minister and any persons designated by the Minister in possession of the premises, by force if necessary.

Execution of warrant

(6) A warrant issued under this section shall be executed at reasonable times as specified in the warrant.

(7) A judge may receive and consider an application for a warrant under this section without notice to and in the absence of the owner or the occupier of the premises.

*Ex parte  
application*

(8) The Minister shall not continue the use of the premises as a temporary isolation facility or as part of a temporary isolation facility after the communicable disease ceases to present a significant risk to the health of persons in the area where the premises are located.

Termination  
of use of  
premises

(9) The occupier of the premises is entitled to compensation from the Crown in right of Ontario for the use and occupation of the premises and in the absence of agreement as to the compensation the Land Compensation Board under the *Expropriations Act*, upon application in accordance with the rules governing the practice and procedure of the Board, shall determine the compensation.

Compensation

(10) Except in respect of proceedings before the Land Compensation Board in accordance with subsection (9), the *Expropriations Act* does not apply to proceedings under this section.

R.S.O. 1980,  
c. 148

Application  
of R.S.O.  
1980, c. 148

**87.** The agency of the Province of Ontario known as Northern Ontario Public Health Service shall provide, in the parts of Ontario that are designated by the Minister and that are not in a health unit,

Northern  
Ontario  
Public Health  
Service

- (a) the health programs and services that a board of health is required to provide under this Act and the regulations; and
- (b) the services of persons qualified to perform the functions of a medical officer of health, public health inspectors and other public health professionals whose services may be employed by a board of health.

**88.—(1)** Where a municipality is not within a health unit, the Minister and the corporation of the municipality may enter into an agreement under which the Minister will ensure the provision in the municipality of,

Health  
services  
in isolated  
municipalities

- (a) the health programs and services that a board is required to provide under this Act and the regulations; and
- (b) the services of persons qualified to perform the functions of a medical officer of health, public health inspectors and the other public health professionals

whose services may be employed by a board of health.

Idem

(2) An agreement mentioned in subsection (1) may relate only to particular health programs or services or to particular functions and may specify the charges to be made for any or all of them.

Repeal of  
ss. 87, 88

**89.**—(1) Sections 87 and 88 are repealed on a day to be named by proclamation of the Lieutenant Governor.

Application  
of subs. (1)

(2) Subsection (1) does not apply until the day that each area in Ontario is within a health unit.

Agreement  
with organiza-  
tion

**90.** The Minister may enter into an agreement with any organization in accordance with which the organization will provide, in the part of Ontario that is specified in the agreement and that is not in a health unit,

- (a) the health programs and services that a board of health is required to provide under this Act and the regulations; and
- (b) the services of persons qualified to perform the functions of a medical officer of health, public health inspectors and other public health professionals that may be employed by a board of health.

Hearings

**91.** The Minister, the Chief Medical Officer of Health, a medical officer of health or a public health inspector need not hold or afford to any person an opportunity for a hearing before making an order or giving directions under this Act.

Appointment  
of public  
health  
professionals

**92.** The Minister may appoint a person to perform the duties and exercise the authority in a part of Ontario that is designated by the Minister and that is not within a health unit that may be performed and exercised in a health unit by a medical officer of health, a public health inspector, a public health nurse or any other public health professional whose services may be engaged by a board of health.

Provincial  
analysts

**93.** The Lieutenant Governor in Council may appoint one or more provincial analysts for the purposes of this Act and every other Act in which a provincial analyst is mentioned.

Protection  
from  
personal  
liability

**94.**—(1) No action or other proceeding for damages or otherwise shall be instituted against a member of a board of health, a medical officer of health, an associate medical officer of health of a board of health, an acting medical officer of health of a board of health or a public health inspector for any

act done in good faith in the execution or the intended execution of any duty or power under this Act or for any alleged neglect or default in the execution in good faith of any such duty or power.

(2) Subsection (1) does not apply to prevent an application for judicial review or a proceeding that is specifically provided for in this Act.

(3) Subsection (1) does not relieve a board of health from liability for damage caused by negligence of or action without authority by a person referred to in subsection (1), and a board of health is liable for such damage in the same manner as if subsection (1) had not been enacted.

(4) No action or other proceeding shall be instituted against a person for making a report in good faith in respect of a communicable disease or a reportable disease in accordance with Part IV.

Exception

Board of  
health not  
relieved of  
liabilityProtection  
from liability  
for reports

## PART VIII

### REGULATIONS

**95.**—(1) The Lieutenant Governor in Council may make regulations, Regulations

- (a) prescribing any matter referred to in this Act as prescribed by the regulations;
- (b) prescribing forms and providing for their use;
- (c) classifying persons, organizations, premises, places, animals, plants and things, or any of them, for the purposes of the regulations;
- (d) prescribing standards and requirements in respect of any matter in relation to which regulations may be made under this Act and requiring compliance with such standards and requirements;
- (e) exempting any person, organization, premises, food, substance, thing, plant, animal other than man, solid, liquid, gas, heat, radiation or combination of any of them, or any class of any of them from any provision of this Act or the regulations and prescribing conditions that shall apply in respect of any such exemption.

Regulations  
relating to  
Part II

(2) The Lieutenant Governor in Council may make regulations relating to Part II, prescribing standards and requirements for health programs and services and requiring boards of health to comply with the standards and requirements or either of them.

Regulations  
relating to  
Part III

(3) The Lieutenant Governor in Council may make regulations relating to Part III,

- (a) in respect of any matter related to the health or safety of persons in, on or about public pools, and requiring owners and operators of public pools to comply with such regulations, including, but not limited to,
  - (i) governing the construction, alteration, repair, location, operation, maintenance and use, or prohibiting any of them, of such pools and related buildings, appurtenances and equipment,
  - (ii) requiring the installation and maintenance of safety equipment,
  - (iii) requiring the presence of lifeguards and other staff, and
  - (iv) prescribing standards and requirements in respect of lifeguards and staff and requiring compliance with such standards and requirements;
- (b) governing the construction, equipment, facilities (including sanitary facilities), operation and maintenance of food premises, and prescribing standards and requirements in respect thereof;
- (c) regulating, restricting or prohibiting the manufacturing, processing, preparation, storage, handling, display, transportation, sale or offering for sale of any food on or in food premises and the distribution of food from food premises, and prescribing standards and requirements in respect thereof;
- (d) prescribing chemical and microbiological standards for food and requiring compliance therewith;
- (e) prescribing standards and requirements in respect of persons who operate food premises and in respect of

persons who are employed on or in food premises and requiring compliance therewith;

- (f) governing and prohibiting the construction, equipment, facilities (including sanitary facilities), establishment, operation and maintenance of slaughterhouses; prescribing and requiring compliance with standards and requirements in respect of the foregoing and prohibiting the slaughter of animals in any place other than a slaughter-house;
- (g) governing and prohibiting the procurement, transportation, handling and sale of water by tank truck or other portable container for human consumption, and requiring the approval of a medical officer of health to the procurement, transportation, handling and sale of water by such means;
- (h) respecting the records that shall be kept in respect of the source of supply, date of packaging or production and the distribution of any food;
- (i) governing and requiring the labelling, identification or coding of food and containers of food that is manufactured, processed, prepared, stored, handled, displayed, transported, sold or offered for sale on or in food premises or distributed from food premises and specifying the type of labelling, identification or coding and the information required on the labels, identification or coding;
- (j) regulating, restricting or prohibiting the construction, alteration, repair, location, operation, maintenance and use of food vending machines;
- (k) prescribing standards and requirements in respect of recreational camps and requiring owners and operators of recreational camps to comply with such standards and requirements;
- (l) prescribing standards and requirements in respect of lumbering camps, mining camps, railway construction works or other places where labour is employed in territory without municipal organization and requiring owners and operators of such camps, works or other places to comply with such standards and requirements.

(4) The Lieutenant Governor in Council may make regulations relating to Part IV,

- (a) governing the establishment, equipment, operation and maintenance of clinics for the examination and treatment of persons in respect of sexually transmitted diseases;
- (b) governing the handling, transportation and burial of bodies of persons who have died of a communicable disease or who had a communicable disease at the time of death;
- (c) requiring and governing the detention, isolation, handling, laboratory examination, taking of specimens from or destruction of any animal that has or may have a disease or a condition that may adversely affect the health of any person;
- (d) requiring the reporting of cases of animals that have or may have diseases that adversely affect the health of persons or that may adversely affect the health of any person, specifying diseases of animals that adversely affect the health of persons, specifying the classes of persons who shall make such reports and specifying the persons to whom such reports shall be made;
- (e) requiring and governing the immunization of domestic animals against any disease that may adversely affect the health of any person;
- (f) respecting the reporting of bites of persons by animals or contacts to persons that may result in human rabies, and requiring such reporting, specifying the persons or class of persons who must make such reports and requiring and governing the furnishing of additional information and the form and content of such reports and additional information;
- (g) requiring the payment of the costs incurred in complying with any action required under clause (c) and specifying by whom such costs shall be paid;
- (h) governing the handling and disposition of dead animals and specimens or products therefrom in the case of animal diseases communicable to man or conditions that may adversely affect the health of any person;

- (i) specifying additional persons who shall report the existence or the probable existence of reportable diseases or communicable diseases, and specifying the medical officers of health to whom such reports shall be made.
- (5) The Lieutenant Governor in Council may make regulations relating to Part VI, Regulations relating to Part VI
- (a) designating any area in Ontario as a health unit;
- (b) prescribing the names of health units;
- (c) altering the boundaries of or dissolving any health unit established or continued by or under this Act;
- (d) subject to Part VI, specifying for each board of health,
- (i) the number of municipal members of the board,
  - (ii) by whom each of the municipal members of the board shall be appointed,
  - (iii) the area or place that each municipal member of the board is to represent,
  - (iv) the qualifications for appointment for each municipal member of the board,
- but this clause does not apply in respect of,
- (v) the board of health under the *County of Oxford Act*, R.S.O. 1980, c. 365
  - (vi) a board of health under an Act establishing or continuing a regional municipality, or
  - (vii) a regional corporation that, under the Act establishing or continuing the regional corporation, has the powers, rights and duties of a local board of health or of a board of health;
- (e) assigning additional duties to inspectors or any class of them appointed by the Minister;
- (f) specifying records that boards of health and persons appointed or whose services are engaged by boards of health shall compile, and governing the custody,

keeping, inspection and disclosure of information from such records, including, but not limited to, records in respect of,

- (i) the proceedings of boards of health,
- (ii) the text of by-laws and resolutions of boards of health,
- (iii) the financial and administrative affairs of boards of health,
- (iv) mandatory health programs and services,
- (v) other health programs and services,
- (vi) medical services and health services provided by persons appointed or whose services are engaged by boards of health;
- (g) authorizing boards of health to charge fees for specific services and prescribing the amounts of the fees;
- (h) prescribing the methods of calculating or the bases for determining the amounts of grants by the Minister to boards of health, persons and organizations and prescribing the manner and times of payment of such grants and prescribing conditions that shall apply in respect of such grants.

Regulations  
by Minister

**96.** The Minister may make regulations specifying diseases as communicable diseases, reportable diseases and virulent diseases for the purposes of this Act.

Scope of  
regulations

**97.**—(1) A regulation may be general or particular in its application, may be limited in its application to any class prescribed by the regulations and may be limited as to time or place or both.

Adoption of  
codes

(2) A regulation may adopt by reference, in whole or in part, with such changes as are specified in the regulation, any code, formula, standard or procedure, and may require compliance with any code, formula, standard or procedure so adopted.

Classes

(3) A class may be defined in the regulations with respect to any attribute, quality or characteristic or combination of them and may be defined to include any persons, places, premises, organizations, animals, plants or things whether or not of the

same type or with the same attributes, qualities or characteristics.

**98.** Except as otherwise provided in this Act, a report or notice required under this Act or the regulations shall be made in the form and manner, at or within the period of time and containing the information prescribed by the regulations.

Form, etc.,  
of reports or  
notices

## PART IX

### ENFORCEMENT

**99.—(1)** Any person who fails to obey an order made under this Act is guilty of an offence.

Offence,  
orders

(2) Any person who contravenes a requirement of Part IV to make a report in respect of a reportable disease or a communicable disease is guilty of an offence.

Offence,  
reports

(3) Any person who contravenes section 16, 17, 18, 20, 38 or 39, subsection 40 (9), subsection 41 (1), subsection 73 (2) or section 104 is guilty of an offence.

Offence,  
sections of  
Act

(4) Any person who contravenes a regulation is guilty of an offence.

Offence,  
regulations

**100.—(1)** Every person who is guilty of an offence under this Act is liable on conviction to a fine of not more than \$5,000 for every day or part of a day on which the offence occurs or continues.

Penalty

(2) Where a corporation is convicted of an offence under this Act, the maximum penalty that may be imposed for every day or part of a day on which the offence occurs or continues is \$25,000 and not as provided in subsection (1).

Corporation

(3) Where a corporation is convicted of an offence under this Act,

Directors,  
officers,  
employees  
and agents

(a) each director of the corporation; and

(b) each officer, employee or agent of the corporation who was in whole or in part responsible for the conduct of that part of the business of the corporation that gave rise to the offence,

is guilty of an offence unless he satisfies the court that he took all reasonable care to prevent the commission of the offence.

Proceedings  
to restrain  
contravention  
of order

**101.**—(1) Notwithstanding any other remedy or any penalty, the contravention by any person of an order made under this Act may be restrained by order of a judge of the Supreme Court or a local judge of the High Court upon application without notice by the person who made the order or by the Chief Medical Officer of Health or the Minister.

Proceedings  
to prohibit  
continuation  
or repetition  
of contravention

(2) Where any provision of this Act or the regulations is contravened, notwithstanding any other remedy or any penalty imposed, the Minister may apply to a judge of the Supreme Court for an order prohibiting the continuation or repetition of the contravention or the carrying on of any activity specified in the order that, in the opinion of the court, will or will likely result in the continuation or repetition of the contravention by the person committing the contravention, and the judge may make the order and it may be enforced in the same manner as any other order or judgment of the Supreme Court.

Copy of  
order as  
evidence

**102.**—(1) A copy of an order purporting to be made by the Minister, the Chief Medical Officer of Health, a medical officer of health or a public health inspector is, without proof of the office or signature of the Minister, the Chief Medical Officer of Health, the medical officer of health or the public health inspector, as the case may be, receivable in evidence as proof in the absence of evidence to the contrary of the making of the order and of its contents for all purposes in any action, proceeding or prosecution.

Certificate as  
evidence

(2) A certificate as to the result of any test that purports to be signed by a provincial analyst is, without proof of the office or signature of the provincial analyst, receivable in evidence as proof in the absence of evidence to the contrary of the facts stated in the certificate for all purposes in any action, proceeding or prosecution.

Effect of  
compliance  
with order

**103.** A person who in good faith and in a reasonable manner, in complying or attempting to comply with an order under Part III, takes or refrains from taking any action shall not be convicted of an offence in respect of such taking or refraining from taking of action.

Furnishing  
false  
information

**104.** No person shall furnish false information knowingly to an inspector appointed by the Minister, a medical officer of health, a public health inspector or a person who is carrying out any power, duty or direction under this Act or is otherwise acting in the lawful performance of his duties under this Act.

Service

**105.**—(1) Any notice, order or other document under this Act or the regulations is sufficiently given, served or delivered if delivered personally or sent by ordinary mail addressed to

the person to whom it is to be given, served or delivered at his last known address.

(2) A notice, order or other document sent by ordinary mail in accordance with subsection (1) shall be deemed to be given, served or delivered on the seventh day after the day of mailing, unless the person to whom it is sent establishes that, acting in good faith, he did not receive the notice, order or other document until a later date through absence, accident, illness or other cause beyond his control.

When service  
deemed  
made

## PART X

### TRANSITION AND REPEALS

**106.** Every health unit established by or under the *Public Health Act* and in existence immediately before the coming into force of this section is continued as a health unit under this Act.

Health units  
R.S.O. 1980,  
c. 409

**107.** Every local board of health or board of health established by or under the *Public Health Act* and in existence immediately before the coming into force of this section is continued as a board of health under this Act.

Boards of  
health  
continued

**108.** The members of a board of health or a local board of health in office immediately before this Act comes into force shall continue in office until the expiration of the terms for which they were appointed or until the office otherwise becomes vacant.

Board  
member  
continued in  
office

**109.** The medical officers of health and associate medical officers of health of boards of health, local boards of health or municipalities in office immediately before this Act comes into force are continued in office, subject to the provisions of Part VI respecting retirement and dismissal.

Medical  
officers of  
health  
continued in  
office

**110.—(1)** The by-law in Schedule B to and any by-law passed under section 156 or 157 of the *Public Health Act* that is in force immediately before this Act comes into force shall remain in force, except in so far as it conflicts with this Act or the regulations, until revoked by the council or board where such by-law is in force, and for the purpose of enforcement such by-law shall be deemed to be a regulation.

By-laws  
continued

(2) Every board of health shall ensure compliance with the by-laws mentioned in subsection (1) within the health unit served by the board of health.

Compliance

Repeals

**111.**—(1) The *Public Health Act*, being chapter 409 of the Revised Statutes of Ontario, 1980, except the title thereto and sections 3, 4, 5, 59 to 75 and subsections 150 (2), (3) and (4), is repealed.

Idem

(2) The title to the *Public Health Act* is repealed and the following substituted therefor:

LABORATORY AND SPECIMEN COLLECTION CENTRE  
LICENSING ACT

Idem

(3) The following are repealed:

1. The *Sanatoria for Consumptives Act*, being chapter 463 of the Revised Statutes of Ontario, 1980.
2. The *Venereal Diseases Prevention Act*, being chapter 521 of the Revised Statutes of Ontario, 1980.
3. Section 2 of *The Borough of North York Act, 1977*, being chapter 95.
4. *The Borough of Etobicoke Act, 1980*, being chapter 92.

Commencement

**112.** This Act comes into force on a day to be named by proclamation of the Lieutenant Governor.

Short title

**113.** The short title of this Act is the *Health Protection and Promotion Act, 1983*.

ASSENTED TO BY ADMINISTRATOR OF THE PROVINCE February 23, 1983



CLERK  
LEGISLATIVE ASSEMBLY

